

# SPY KIDS

*CAST DRAFT*

SCREENPLAY

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**TROUBLEMAKER STUDIOS**

AUSTIN • TEJAS

1

EXT - CORTEZ HOME - MAGIC

1

CARMEN CORTEZ, 9, sits in the bedroom window of a hacienda style home on an ocean cliff. Her gaze fixed on the world outside as MOM, (Ingrid), enters the room.

MOM

Alright children, time for bed.

INT - CHILDREN'S BEDROOM - NIGHT

A shared boy/girl room. An invisible line down the middle separates feminine furnishings from masculine.

CARMEN

Bedtime story first.

MOM

Brush your teeth.

CARMEN

Already did.

MOM

Don't lie to me, Carmen, I can smell your breath from here.

CARMEN

I'm not lying!

MOM

(re: necklace)

Then why are you blushing?

Carmen looks down at her necklace. It glows RED.

CARMEN

Oh.

MOM

I gave you that necklace as a reminder.  
Only you can keep yourself from lying.

CARMEN

I'll brush after the story, I promise.

The necklace glows GREEN. Carmen tucks it in her gown.

MOM

What story do you want to hear?

CARMEN

The Two Spies Who Fell in Love.

MOM

I haven't told that one in years.  
You probably remember it better than I  
do. Want to hear a story, Juni?

Juni, 6, stands on a stool in the adjoining bathroom. Even  
then he can only see himself in the mirror from the top of  
his head to the bottom of his nose.

JUNI

I'm listening.

Juni unwraps his fingers, then douses them with Castor Oil.

Carmen props herself up in her bed for the story.

MOM

Once upon a time, there was a man and a  
woman.

CARMEN

And they were both spies.

MOM

(nods)

They were different sides of the same  
coin. Her from one country, him from  
another. And she had a very important  
mission assigned to her.

CARMEN

He was her mission.

MOM

Correct. Her mission was to take him out.

CARMEN

On a date?

MOM

No. Take him out.

CARMEN

Oh you mean...

Carmen drags her finger across her neck.

BOTH

"Take him out."

MOM

I shouldn't be telling you this.

CARMEN

Go on.

MOM

- You have to understand these were dark confusing times... an enormous amount of turmoil between countries.

BEDTIME STORY FLASHBACK: INTERNATIONAL AIRPORT

We reveal MOM playing the part of the woman spy. Cool and casual as she scopes out the comers and goers while military troops patrol the area. She then sees him: GREGORIO CORTEZ, Secret Agent of the Basque Regime stationed in South America. Tall, rugged, with a THIN MOUSTACHE. He stops at a chauffeur holding a sign: "HOMBRE."

MOM (V.O.)

She tracked her target down at an international airport on his way back from a mission in Chile. She followed him to his hotel.

CORTEZ rides the HOTEL ELEVATOR. Mom follows, taking another. We're on her unreadable expression as she rides the lift.

MOM (V.O.)

But when the moment finally came to carry out her mission... She found that she couldn't go through with it.

CARMEN (V.O.)

Why not?

The elevator opens. To her surprise, HE'S standing there.

MOM (V.O.)

She had... second thoughts.

Cortez reaches into her breast pocket and pulls out a foto. The foto is of him.

CARMEN (V.O.)

Why?

MOM (V.O.)

He was different from what she expected. Sure, he was charming and intelligent...

Cortez reaches into his own jacket. Mom looks doomed. He pulls out a picture of HER. She gives him a vulnerable look. He pushes the Lobby button on the elevator and waves goodbye.

MOM (V.O.)

But unexpectedly honorable. And it made her realize that years of working with detached emotions had taken its toll.

She wears a confused expression as she floats through the lobby, leaving the hotel in a daze.

MOM (V.O.)

So they kept contact. Began to talk. On the phone mostly. A few lunch dates, very discreet. After all they were from different sides, and could never be seen together.

They eat alone at different tables in an outdoor open patio food court. They speak to each other through their wrist-watches. Sharing laughs, jokes. They toast each other from across the patio without looking at each other. Just listening to the sound of each other's voice, and enjoying their distant company.

MOM (V.O.)

Dinner dates followed, all over the world, wherever their mutual travels took them.

They stand at opposite ends of the Eifel Tower, looking out over the romantic city below. Laughing and talking softly.

MOM

They fell in love. And decided to do something that was considered very dangerous in those times. Something insane and almost unheard of.

CARMEN

What?

MOM (V.O.)

They decided to marry.

CARMEN (V.O.)

Wow.

MOM (V.O.)

Oh yes. On her wedding day she felt like she'd rather brave a thousand deadly missions than go through what she was about to attempt.

She paces nervously in the back room of the wedding house.

CARMEN

Why is that?

MOM

Marriage is a mission so complex that only the most courageous, and slightly insane need apply.

She's so worked up that she karate chops a huge nearby statue, breaking it into several chunks. She checks her hand. Nothing. Nervously, she puts it back together.

MOM (V.O.)

There is such an amazing series of obstacles that one must navigate in order to keep a marriage together, much less a family... that it frightened even her: a hardened and experienced secret agent.

The Wedding March begins. She places the statue's head on it's knees, straightens her wedding gown and marches outside and down the aisle quite fast. Someone in the crowd motions for her to slow down. She does, poising herself as well.

MOM (V.O.)

But when she saw him standing there, without any sign of doubt whatsoever... So assured of his decision, so enamored with what they were about to do...

A majestic yet tasteful outdoor wedding, overlooking a cliffside into the ocean. At cliff's edge is the wedding dais. HE waits for her. Smiling. Standing beside him is his best man FELIX and second best man DONNAGON.

MOM (V.O.)

She took his hand- and looked deep into his eyes.

They share this amazing moment of absolute clarity.

MOM (V.O.)

And said the two most dangerous, most trusting words you can say to anyone.

We see her mouth the words.

MOM (V.O.)

She said... 'I do.'

CARMEN (V.O.)

That's so cool.

MOM (V.O.)

And for that one perfect moment,  
everything seemed like it would be okay.  
But then..

The wind picks up. Decorations knocked over. A Typhoon?

CARMEN

What happened?

The pages to the Pastor's Good Book are torn out in rapid succession by the gusts of wind.

MOM (V.O.)

What usually happens in their line of work. An almost daily occurrence. There's always some faction that wants at least one of them gone. On their own, each agent was notorious. But together... they made tempting targets.

Angry military choppers fly close overhead. The wedding party is covered with red laser targeting beams. Everyone scrambles as the wedding is overturned by the torrential winds. We see this accented in still B&W wedding photographs.

MOM (V.O.)

Most of their guests were also secret agents, and didn't want to be recognized.

Guests cover their faces with napkins while making their getaways. Stumbling and scattering.

MOM (V.O.)

The cake was a mess, the decorations... everything was shot.

Mom grabs two small fanny packs from under the cake table and straps them on hers and her husband's back. They make a running leap off the huge cliff.

MOM (V.O.)

Their flair for showmanship came in handy, allowing them to make a quick getaway to their Honeymoon Boat.

Their fanny packs explode as red, heartshaped parachutes emerge- allowing them a graceful landing into a decorated speed boat. The Pastor is getting roughed up by a mysterious man at cliff's edge but manages to yell his pronouncement of "Man and Wife." The mysterious man turns angrily at the couple. We see his face. He is FEGAN FLOOP.

MOM (V.O.)

The pastor gave his blessing and they  
sped off into their new life together.  
But this event made them realize they  
could never lead a normal life.

With a stunning sunset behind them, They kiss on their little  
boat as giant explosions kick up water shots around them.

MOM (V.O.)

So they retired from the life of  
espionage. Settled down, had a few kids.

We PULL BACK from the kiss, way back, and exit out of a  
BABY'S EYE, revealing CARMEN as a baby, gurgling.

CLICK! Dad is taking snapshots of the baby with a mini SPY  
CAM. Mom beams proudly.

MOM

Good old fashioned goon-chasing went out  
of style. So they did some consulting and  
training from time to time, but no more  
missions.

BACK TO THE BEDROOM.

Juni sits down on the bed with fresh finger bandages. He  
wears a FUGLY T-SHIRT.

CARMEN

Wow.

MOM

In a way they exchanged one life of  
adventure for another. Trading  
international espionage for Parenthood. A  
compelling and mysterious mission in it's  
own right. And they were better off. The  
End.

CARMEN

No happily ever after?

MOM

I said they were better off.  
(to Juni)  
How are you?

JUNI

Fine.



MOM

(re: his hand)

Are you sure? Do you want me to look at it?

JUNI

No.

CARMEN

So the moral of the story is?

Mother goes to the door. She pauses. Finally.

MOM

I don't know. I'll have to think about that. Goodnight.

She clicks out the lights.

BOTH

Goodnight.

The door closes. We hear her walk down the hall.

CARMEN

^RX Flight Simulator?

JUNI

Sure.

They pull up their game consoles and click on their bed frame monitors. An elaborate FLIGHT SIMULATOR GAME buzzes to life.

CARMEN

The first one to take off, break through the sound barrier, then land again wins.

JUNI

Cake.

2 INT - PARENT'S BEDROOM - NIGHT

2

GREGORIO CORTEZ works in an elegant bedroom/office. He seems different sitting in front of a Hi Def Monitor. He's lost the cool moustache, his demeanor is more tempered, less enigmatic. He's a normal Dad. Mom enters.

DAD

What was the story tonight?

MOM

Ours.

Dad turns to her slowly. She kisses him.

MOM

Don't worry. They thought I made it up.

He nods. The TV set turns back into a giant computer screen.

MOM

How's the Brain?

DAD

I think it has a virus. It's been sneezing digital snot all evening.

MOM

Pass it over, I'll take a look.

Her makeup mirror becomes a hi tech monitoring screen. She types on a hidden keyboard.

MOM

Someone's been trying to break in.

DAD

They're getting bolder. Not covering their tracks.

Their backs are to each other as they speak.

MOM

I'll go into headquarters tomorrow. Snoop around, see what the climate is.

DAD

I can get all that from SpyNet. You shouldn't be seen in there.

MOM

I want headquarters to see I still exist. In case they ever have something special. Maybe we can go up for an assignment.

DAD

An assignment?

MOM

It'll be fun, like the old days.

DAD

Sweetheart, you're always looking for an excuse for us to go out on another mission. We tried that. It doesn't work. Especially now with the children.

MOM

They're old enough. And with Felix to look after them...

(romantically)

I want to go on an adventure, I want to save the world.

DAD

Again? Honey, it's old. I want to do more than save it, now. I want to change it.

She walks out to the balcony.

DAD

This computer I've built doesn't just calculate, it thinks. It will be able to anticipate an outcome and act on it before a problem even arises. It's not knee jerk reactions, or agents running around chasing each other... it's smarter than that. In some ways it's smarter than us. That's why I call it the THIRD BRAIN.

MOM

I'm tired of hiding. From ourselves, even from our children. Someday we'll have to tell them what we do.

DAD

What we did. But I agree. I have too much to live for now. And with this Third Brain - missions will soon be a thing of the past.

He walks to the monitor which displays a soothing screen saver. Ominous. Calculating. All knowing. Suddenly the Brain sneezes digital snot.

DAD

Gesundheit.

3 INT - TRAINING ROOM - MORNING

3

Close on the kids thundering down the stairs in their school UNIFORMS and satchels. FELIX, the family butler and all around handyman, is at the base of the stairs.

FELIX

Where do you think you're going?

CARMEN

Breakfast?

Felix pulls out his stopwatch.

FELIX

You gotta run the gauntlet, first.

Carmen sighs. They both thunder back up the stairs and begin climbing over the railing. Carmen LEAPS onto a high set of parallel bars.

CARMEN

Why do we do this every morning? We already have PE at school.

FELIX

I've seen your overweight and out of shape classmates. This is what you need for a healthy mind and body. Coordination. Reflexes.

Carmen swings quickly the rest of the gauntlet, a series of bizarre drills and exercises. Like Mini-Navy seals training.

FELIX

Besides, it's what your mother wants.

Carmen stops midway, because Juni is at a standstill.

CARMEN

You gonna hang there all day, scaredy cat? I told you not to look down.

JUNI

(panting)

I'm not scared. I'm slipping.

CARMEN

It's your butterfingers that are slipping.

JUNI

I'm not a butterfingers. I can't move.

CARMEN

Then quit.

JUNI

I can't.

She KICKS him. He FALLS... into a previously unseen net. He bounces onto the ground with a THUD. He tries to stand and hits his head. Carmen flips off the high bar and lands in front of Felix.

FELIX  
You're supposed to help PUSH Juni,  
Carmen.

CARMEN  
I pushed him.

FELIX  
As in Challenge. Not sabotage.

CARMEN  
Can I go eat breakfast now?

Felix checks his watch. Nods. She turns to Juni.

CARMEN  
You just fell 1000 feet. You're a pancake.

JUNI  
Am not.

CARMEN  
Are too, pancake.

JUNI  
Don't call me names.

CARMEN  
(walking away)  
Pancake man.

He leaps up and throws a piece of equipment with all his force. It rockets past Carmen, almost grazing her cheek. It breaks a mirror. Carmen turns coolly as she leaves:

CARMEN  
Butterfingers.

Juni heads for her but Felix GRABS him by the arm.

FELIX  
Hey!

Juni SPINS around, ready with a KARATE POSE.

FELIX  
You have to control your temper.

Juni won't budge. Felix gets in BATTLE position. Juni STRIKES and Felix DEFLECTS.

FELIX

You have to rise to her challenge. Match wits. Right now you're out of control.

STRIKE STRIKE. DEFLECT DEFLECT. Felix's arm smarts.

FELIX

Look at your hands. Do you know what's under there? A Manifestation.

Juni stands down. He scratches at his bandaged hands.

FELIX

Your temper and fear manifests itself into that.

JUNI

No it doesn't. My hands sweat too much.

Juni is too emotional. Felix won't push it.

FELIX

Clean up and go to breakfast.

Juni bows and leaves. A false attempt at legitimizing his outburst. Felix rubs his sore arm.

4 INT - FAMILY BREAKFAST - MORNING

4

Close on Carmen, taking in a bite of pancake drenched in syrup. She taunts Juni.

CARMEN

Good pancakes, huh?

Juni watches his food as he eats. Ignoring her.

He takes a piece of pancake and drops it over the side of the table. Carmen looks to see where it went. It's in a Dog bowl on the floor. The bowl reads ARGONAUT.

CARMEN

That's a waste of food.

JUNI

He might come back.

Mom sits at the table with her newspaper, sipping coffee.

MOM

What ingredients did I put in today? Can you tell?

Juni chews slowly, swishing pancakes around in his mouth.  
Carmen stabs a piece and swishes it.

CARMEN  
Pecans.

JUNI  
(another bite)  
Nope. Walnuts.

MOM  
It is walnuts. What else?

JUNI  
Either whipping cream, or whole milk.

CARMEN  
No.  
(Juni turns to her)  
Both.

MOM  
Correct. And I bet you'll find there is  
also a dash of -

JUNI  
Nutmeg.

MOM  
Very good. Both of you, very good.

Dad walks in for the last part of this conversation. He eyes  
Mom suspiciously. Felix brings in morning packages.

CARMEN  
Too easy. She always uses nutmeg.

JUNI  
(an exact imitation)  
Too easy. She always uses nutmeg.

She hits him. Felix hands a package over to Mom.

DAD  
What are you doing?

MOM  
Looking at my mail.

DAD  
I mean with them.

MOM

Just asking them what was in the food.

DAD

Mm hmm.

CARMEN

Dad, he's imitating me!

Dad turns to them both, distracted.

DAD

What did you say to her, mijo?

JUNI

(still eating)

Dad, he's imitating me.

A pitch perfect match.

DAD

Juni, stop making fun of...

Mom is blown away.

MOM

Do that again!

Juni repeats it.

MOM

He sounds just like you, honey!

CARMEN

That's what I'm trying to tell you.  
Why doesn't anyone side with me?

MOM

(examining Juni's teeth)

That's not the point Carmen. When someone  
has a gift, you should recognize it.

CARMEN

He's making fun of me! What kind of gift  
is that?

FELIX

He has the gift of mimicry! Absolutely  
amazing.

Dad stares daggers into Felix. Felix pipes down.



MOM

To be a good sister is to recognize your brother's talents.

Juni smiles.

CARMEN

Stop using your powers of mimicry to make fun of me... please.

MOM

That's better. Thank you, dear.

JUNI

(imitating Mom)

That's better. Thank you, dear.

Mom turns sternly to Juni. "Watch it."

DAD

Juni, you will not use your powers of mimicry at all.

Juni is confused by the parental tug of war. Mom makes a silent plea.

DAD

And that's final.

Mom turns to Juni for one last, quiet comment.

MOM

Finish up, and I'll take you to school.

DAD

I'll take them.

5 INT - CAR - MORNING

5

Driving to school in Dad's car. The kids are in the back seat half watching PBS on the built in TV SET. They're hitting each other quietly.

DAD

What did I tell you two about fighting?

CARMEN

He started it.

DAD

Both of you finish it.

FELIX

(showing Dad paperwork)

You were asking about Donnagon? Turns out he's missing. Communications out. They think he's been -

DAD

What.

FELIX

-they're not sure.

Dad stares at a faxed foto of Donnagon.

DAD

Call headquarters.

FELIX

Are you going in?

DAD

Not if I can help it.

JUNI

Hey! Floop's Fuglies are on! Turn Up, TV.

The television set mounted on the center arm rest turns itself up as commanded. Juni huddles in front. The camera pushes in on a Children's TV Show host, MR. FLOOP.

FLOOP

Good morning my children. Today there is a new addition to our family.

JUNI

Look Dad! A new character!

DAD

(distracted)

Fantastic.

FLOOP

We found him snooping around our castle last night, thinking he was up to no good. But he's a little Lamb!

Dad pushes the monitor back so he can see it too.

FLOOP

I'd like you all to meet DONNAMIGHT.

Dad watches as the TV camera zooms in on the new character. Dad re-examines the foto of DONNAGON. If Donnagon had been put through a genetic blender he might look like Donnamount, a hulking mass of distorted purple and yellow tissue.

FLOOP

Come forth Fuglies. Show Donnamount that a good little Fugly doesn't snoop. He explores, but he never, ever snoops.

Dad looks to Felix who also sees the resemblance.

JUNI

Dad, when Floop makes a toy out of that one, I want it!

Dad sees the TOY FUGLY that Juni has in his hand. Dad examines the toy. Shows it to Felix. Dad does a slow burn.

6 INT - SCHOOL HALLWAY - DAY

6

Carmen is walking to her locker when a FRIEND joins her.

LETICIOUS

Your little brother dropped his books all over the hall this morning, sending Sister Agnes Anne into a face down sprawl.

Carmen opens her locker and different mirrors and makeups pop out on gliders. She takes a CARMEX and rubs it on her lips.

CARMEN

He's not my brother. He's a bulbous, vomitus, cancerous growth, festering on my extremity like an underdeveloped twin. That one day I will have professionally removed.

She caps the Carmex and slams the locker door.

LETICIOUS

Ouch.

7 INT - JUNI'S CLASS - DAY

7

We dolly over the children of Juni's class. They are discreetly tossing wadded paper, small pencils and other objects off camera, whispering and cueing someone to wake up. We hear a familiar voice BOOMING from the front of the class as it writes on the chalkboard. The TEACHER.

The dolly stops to reveal that it is JUNI asleep at his desk. The other kids are trying desperately to quietly wake him. The teacher hears the disruptions, stops his chalkboard writing and turns around. It is DAD.

KID

Now he's gonna get it.

Dad walks over to the snoozing Juni. Something under Juni's head catches his interest. A book entitled "THE ART OF...." Impressed, he raises Juni's head and slides the rest of the book out. His expression changes to anger.

'The Art of SPYING.'

Dad tucks the book under his arm and clears his throat. Juni snaps to freaked out attention, wiping the slobber from his mouth. The other kids laugh.

JUNI

Sorry, papa.

DAD

Mr. Cortez.

JUNI

Sorry, Mr. Cortez.

Dad points to the chalkboard behind him and the word:

DAD

HERO. In today's jaded, cynical world, heroes no longer exist. There are however...

He scratches out HERO and points to the other side of the board.

DAD

Role Models. Today's assignment was to identify your role model and prepare a talk. Juni. You first.

Juni brings 'show and tell' items to the front.

JUNI

My hero: is Fabulous FLOOP. He's created the coolest TV show and toy line in the world. FLOOP'S FUGLIES. These two are my favorites: Tacky, cause he has thumb tacks stuck in his head, and Wind-y, who's got a wind-up in his back.

Dad drops the Spy Book into the trash can under his desk.

8 INT - FLOOP'S CASTLE - DAY

8

We push in on a South American mountain top castle. Up to the warped window where TV host and technology developer MR FLOOP stands, looking out at his view of the world. Floop's right hand, MINION, stands nearby.

This is the largest most decorative room of the castle. Speaking to a gathered group of terrorist leaders, mafia heads and assorted bad guys is MR. LISP, a powerful, humorless man.

LISP

I thank you all for attending today's demonstration. Year after year we pay outrageous sums of money to several inventors to come up with our technologies. Mr. Floop is one such visionary.

Floop wears a SINGLE BLACK GLOVE, He plays nervously with a ball of STRANGE CLAY.

LISP

But his inventions are sometimes questionable, frivolous, costly. And therefore need to be evaluated. You promised us an army, Mr. Floop. An army we could use to infiltrate the OSS and take back what is ours. But our first billion, bought us only this:

Lisp parades Donnamight and other Fuglies around.

LISP

Mutated secret agents. What happened?

FLOOP

The mutation process and brain wipe turned their minds to mush. I have found little use for them except as novelties on my... well, on my children's show.

MR LISP

Where unbdoubtably another billion of our hard earned dollars met it's fate.

FLOOP

It's turned an amazing profit, what with video games, toys and merchandizing.

MR LISP

Small change. Not interested. And what of these... 'Fingermen.'

Lisp points to a FINGERMAN, dressed in black.

FLOOP

I tried adding my own hand of creation into the process. My Fingermen are...

Lisp tosses a weapon to the Fingerman. Fingerman drops it.

LISP

...all thumbs. Why's he covered up?

FLOOP

He's shy.

Light laughter. Audience patience growing thin.

FLOOP

May I?

Lisp motions. Floop takes the stage.

FLOOP

Although discouraged by these past failures, your generous funding has aided me in creating the breakthrough in espionage and counterintelligence you have all been searching for.

He motions to the murmuring audience.

FLOOP

And the very reason I called you all here today. Please, a volunteer. Someone big.

Excited murmuring.

FLOOP

I guess that means you, Mr. Lisp. Join me. I think you'll like this quite a bit. I really do. Through that door, an awesome power will emerge. You will have but a moment to disarm it.

He turns Mr. Lisp slightly.

FLOOP

No, Mr. Lisp, through that door.  
(laughter from a few)  
In exactly ten seconds.

Mr. Lisp stares at the door. He gets into position and the countdown begins. The others are held in suspense.

FLOOP

7,5,3,1.

The door BURSTS open as a FAIR HAired CHILD sprints out with a staff. Lisp immediately begins to lower his stance.

LISP

Johnny...

The kid vaults over Lisp, lands, knocks Lisp's feet out from under him then holds the staff to his throat.

FLOOP

You hesitated.

LISP

I had to. He's my son.

Floop smiles. Victory at last.

FLOOP

Are you sure?

Mr. Lisp examines more closely. "Johnny" has electric eyes.

FLOOP

Actually he's my son. I mean, I designed him, I built him. His name is -  
(reading nametag on back of neck)  
X-52495, the second.

LISP

(getting up)  
This is your big idea? This is what we've invested in? Robot kids that look like my children?

FLOOP

Oh, they won't all look like this.

Lisp is flipped expertly, landing again with a THUD. The one responsible is A ROBOTIC GIRL. This is Y-63985. Lisp double takes, recognizing her.

LISP

The President's daughter?

FLOOP

An exact replica. Sometimes in order to think big, you have to think small.

Scattered Laughter.

FLOOP

Soon we'll be able to make them not only look BUT act like anyone. Allowing us to say, replace the children of the richest most powerful families. Where they can drain bank accounts, steal trade secrets.

X-5 robot hands Mr. Lisp's wallet to Floop.

FLOOP

Thank you. The strength of an army, the cunning and intelligence of the greatest espionage agents... all rolled into tiny packages I call SPY KIDS. Interested?

LISP

Well, I've already paid for it, haven't I?

Floop pulls out the cash and tosses him the empty wallet.

FLOOP

And you'll continue to pay. Help Mr. Lisp to his feet, children.

X5 and Y6 grab the protesting Lisp roughly. Minion rushes to Floop's side.

MINION

That was brilliant, sir.

We see the children in the background tossing Lisp into his constituents. The others back away from the terrorizing tots.

FLOOP

Thank you, Minion. Now all I have to do is make them work for real.

9 INT - DAD'S OFFICE - AFTER SCHOOL

9

DAD is working in a small school office wallpapered with kid drawings. Felix walks in and takes a seat.

DAD

Well?



FELIX

Devlin knows how you feel about going back out in the field, but he says they're desperate. They need the best. Devlin wants you on the assignment.

Dad slowly begins pulling maps down from their scrolls.

DAD

What about my team?

FELIX

You can take whoever you want.

DAD

I'll take Ingrid.

FELIX

And me?

DAD

No. That was the one promise I made you that I intend to keep.

Felix slumps in his chair, relieved.

FELIX

Oh, thank God.

DAD

You've seen enough action, my friend. You stay and watch the kids.

FELIX

I'd go if you asked, but... thank you.

DAD

Hey, I'm with you. At least Ingrid's going to love the news.

10     INT - THROUGH THE HOUSE - EVENING

10.

Walking through the house, preparing for the mission.

MOM

We're going where?

DAD

On assignment. Donnagon is missing. So is Jack Braxford. They're calling us in.

MOM

And you're accepting? Why the sudden change of heart?

DAD

The OSS is in trouble, they need us. And...

MOM

And....

DAD

This'll be a good test for the Third Brain.

MOM

Ahhh... the truth reveals itself.

DAD

If it's everything I think it is, we'll have this assignment wrapped up in an hour.

MOM

If it's not?

DAD

You'll get the old fashioned adventure you've been asking for.

Dad passes a disc to Felix on their way out.

FELIX

(quietly)

What if something happens? Should I take the children to your brother?

Dad reacts.

DAD

Never take them to my brother's. Take them to the safehouse.

FELIX

But what if something happens, happens?

DAD

It won't.

Felix nods.

CARMEN

Will you be back by Tuesday?

DAD

(remembering)

For your birthday. We'll definitely be sure and try to be back by Tuesday.

CARMEN

You have to be here. It's my most important birthday of all.

Dad snaps an oversized WATCH onto Carmen's wrist.

DAD

Here, early present.

CARMEN

Thanks, it's... big.

He compares it to his own. They're the same watch.

DAD

Just like Daddy's. Come here, I want to get a picture of us all together.

JUNI

Again?

Dad groups them together and hands his own WATCH to Felix.

DAD

Smile!

Dad's the only one smiling. The children look as uncomfortable and annoyed as kids getting their pictures taken. Felix holds up Dad's watch as if showing them the time. He presses a button and we see a tiny FLASH burst. The children separate immediately after the picture is taken.

Garage door opens, revealing a dull, out of use SpyMobile.

FELIX

I was working on it not two weeks ago.  
Guess I sensed something coming.

Mom and Dad climb in, looking like they're going on their first date in ten years. Dad removes his glasses and pastes on a FAKE MOUSTACHE. He looks like his old spy self.

DAD

Are you ready?

MOM

This all seems... half baked.

DAD  
Is that a yes?

Mom is having a hard time hiding her building enthusiasm.

MOM  
Can't believe we're doing this.

DAD  
Neither can I.

Black smoke spits out of emission. The car screams down the street. Felix beams from the curb. "Back in Action."

11 INT - PARENTS CAR - NIGHT

11

Night. Mom and Dad blaze down a road. From the outside it looks like a normal couple driving a car. But INSIDE is a complete Multi Media Office on Wheels.

DAD  
Need to update those old machines of yours.  
Look how long you wait for a response.

MOM  
The new ones wait on you. Makes you  
wonder who's really in charge.  
(to mic)  
Ingrid and Gregorio Cortez, en route,  
assignment FRZ14.

Dad looks in the rear view. A face appears. MS. GRADENKO.

DAD  
Good evening, Ms. Gradenko.

GRADENKO  
Good evening, Greg.

Mom turns the mirror to herself.

GRADENKO  
Good evening... Mrs. Cortez.

MOM  
Updates.

GRADENKO  
Being loaded into your central, now.

DAD  
Scan the area.

Mom hits the scanner and gives it an eye sweep.

MOM

Clear.

DAD

Hold on.

Mom braces herself. They drive off the roadside and sail into the ocean below.

MOM

Stabilized.

Underwater their car is a sub.

GRADENKO

I was asked to give you a message. From  
Devlin: Welcome back.

MOM

Tell Devlin it's good to be back.

The sub navigates the beautiful, vast underwater world.

12 INT - PARENTS IN SUB - EARLY MORNING

12

12 hours later, the sub slows to navigate a particular area. Dad prints out his picture of the children and tapes it to the dash. Mom senses his discomfort.

MOM

Should we call them? They'll be getting  
up for school soon.

Dad thinks.

DAD

Maybe. They should at least know what  
we're up to.

Dad picks up the phone.

MOM

Or, it may just worry them unnecessarily.

He hangs it up. Smiles faintly.

DAD

Our first time out in nearly a decade and  
all we can talk about are the children.

BEEP BEEP. Something on the computer goes off.

MOM

What is it?

DAD

The Third Brain says our rendezvous vessel isn't there.

MOM

But I see it on radar. Some brain.

DAD

So it has a few kinks. We'll pull aboard the ship and check him out.

A shape begins to emerge from the darkness in front of them.

MOM

Up ahead.

A dark shape is revealed. A huge underwater SHIP of some sort. The design ties into the world of FLOOP.

DAD

That's not our ship. Get Devlin on line.

MOM

Trying. No response.

The sub ROCKS suddenly. Something is docking.

DAD

The brain was right...

A huge F is mounted on the side of a giant underwater ship.

DAD

We've been set up.

BLINDING LIGHT streams in from the windows. Close on family foto. A RED ALERT button flashes next to it.

13 INT - CORTEZ HOME - MORNING

13

The kids are coloring books and eating FINGERMAN CEREAL. Felix is in the adjoining study, asleep, having been watching TV all night. His TV suddenly flashes RED ALERT.

JUNI

You got a royal blue marker? I'm out.

CARMEN  
(tossing it)  
Just don't ruin the tip.

JUNI  
I won't.

Juni colors with it. The Tip SNAPS immediately. Carmen gives him 'the look.'

The PHONE RINGS. Carmen sees Felix dozing and answers it herself. Felix nods awake and sees the giant RED ALERT on the TV. Juni notices a RED ALERT on the microwave near him.

Carmen puts the phone to her ear.

CARMEN  
Cortez residence, Carmen speaking.

Felix checks his watch: RED ALERT. The clock beside him. Same thing. Carmen pulls the phone away from her ear because it emits a shrieking alarm sound. She hangs up.

FELIX  
Who was it?

CARMEN  
Some weirdo playing a loud noise.

Felix uses the remote to un-MUTE the TV. The same shrieking alarm sound blares through the TV speakers.

FELIX  
Oh my God!

JUNI  
Is this a fire drill?

Felix runs towards them with two black backpacks he pulled from a closet and drops them on the table.

CARMEN  
Are we going camping?

FELIX  
(tosses down jackets)  
Suit up.

JUNI  
What's a red alert?

FELIX

It means something's happened to your parents and I have to take you to a safehouse.

CARMEN

A safe what? Why?

FELIX

Because whoever's responsible will be coming for you next.

He piles up more junk and starts to strap on their packs.

JUNI

What do we take?

FELIX

ALL OF IT!

The alarm CUTS OFF. The TV SIGNAL goes away. It now displays the outdoor surveillance cameras. Cars are pulling up. We hear a helicopter.

FELIX

Follow me. There's a lot for you to know, and little time to explain.

They jog down the hallway with their gear. Felix briefs them as he grabs more gear from the tops of the storage cabinets and stuffs them in their satchels.

FELIX

Your parents are international spies. Good ones. They've been mostly inactive for the past 9 years.

CARMEN

What are you talking about?

FELIX

Something's gone wrong. I'm hoping they've only been captured.

CARMEN

They can't be spies. They're not cool enough to be spies.

He pulls a lever behind a DVD of EL TOPO and the bookcase opens up, revealing a hidden hallway.

JUNI

That's cool.



FELIX

This is all news to you. I'm sorry. They didn't want to tell you about their past lives until much later.

CARMEN

How are they getting back?

He pushes them into the dark hallway. It lights up once the door has been closed behind them.

FELIX

They're not. I'll have to go for them myself.

Close on a LOCATING DEVICE in Felix's hands.

FELIX

According to the coordinates on my locating device- they're either being taken to Asia.

(turns it sideways)

Or South America.

Carmen stops at the sight of the POD, open and waiting up ahead. This is beginning to feel real.

CARMEN

Does this happen a lot?

FELIX

This never happens. Your lunch boxes.

He pulls out two industrial silver lunch pails. They have attached handcuffs. He almost snaps them on their wrists, then thinks better of it.

FELIX

Get in the escape pod. I'll be right back.

He drops the locating device into his satchel and puts it outside the pod. Juni straps his satchel on. The weight of it takes him to the ground. His arms and feet point up.

CARMEN

And if you're not?

FELIX

(running)

You'll find a series of buttons in the pod. Push the blue one to seal the door, the green one to take off.

JUNI  
We're going up?

CARMEN  
Down.

JUNI  
There's only water down.

They wait.

JUNI  
Is this a joke?

CARMEN  
I don't think so.

**INT - THE STUDY**

Felix rifles through the study grabbing a few items. He finds the briefing disc Dad handed him. He BUMPS into a SHAPE and instantly Judos him across the room. Four more rise in its place. Felix takes off as windows are smashed.

The children wait in the pod anxiously. They hear distant yelling, roaring copters and glass breaking.

CARMEN  
Stop shaking your leg.

JUNI  
I can't.

She clicks a button and the built-in monitors flutter on where we see black clad Shapes moving down the hallway. Carmen finds a small mic and an access button bank.

CARMEN  
FELIX!(click) FELIX!(click) THEY'RE ALL  
OVER THE HOUSE!

We can see on the monitor that Felix is screwed.

The SHAPES see the origin of Carmen's microphone source on a digital security map near the alarm system.

SHAPE  
South hallway.

Felix backs up into an antechamber and grabs a communication device. He looks into a surveillance camera.

FELIX

Take off without me. The back packs will help you. Use them.

The doors are kicked in behind Felix.

FELIX

Wait for me at the safehouse!

The video image turns to snow. Carmen stays calm.

CARMEN

Where's the blue button?

JUNI

We can't leave him!

The door to the tunnel CRASHES OPEN. Several black clad Shapes RACE DOWN THE TUNNEL towards them.

CARMEN

Yes we can! Blue to close, Green to go! Quick!

Juni searches for the buttons as Carmen leaps outside to grab Felix's satchel. The LOCATOR DEVICE falls out. She grabs it and dives back into the pod.

JUNI

Green button! Here it is!

He pushes the GREEN button.

CARMEN

No! Blue button first!

The pod SHOOTs OFF like a ROCKET. One black-clad Shape LEAPS into the pod as it blasts through the launching tunnel.

CARMEN

You never do ANYTHING right, Juni! Blue then green! We gotta seal the door!

JUNI

I can't find the BLUE.

The Shape claws his way in. Carmen sees the BLUE BUTTON near the hand of the Shape. She lets go of her hold, slides down and kicks the button with one foot and the Shape's hand with the other. The Shape somersaults out.

CARMEN

Hang on!

The Pod BURSTS out the end of the tunnel, and out the side of the cliff. The POD is AIRBORNE, racing towards the water below. They CRASH onto the water. The pod floats.

Behind them near a cove are more SHAPES manning fancy speed boats, anticipating their getaway.

The pod REVS UP, churning the water around it as it pushes off with awesome force.

The Shapes give chase.

The top window to the pod opens as if it were the sun roof of a car. The kids peer out.

JUNI  
They're catching up!

The boats are gaining.

JUNI  
Let me drive.

CARMEN  
I'm not driving.

Juni grabs the wheel. They rock back and forth and almost hit a fishing boat. Overhead shot as they go in circles.

Carmen pushes Juni out of the way and takes control. They do a 360 and they leap frog over the same fishing boat. The speed boats crash through the fishing boat.

CARMEN  
You're gonna get us captured!

He slaps her arm. She swats the back of his head.

JUNI  
Why are they faster than us?

CARMEN  
They're in speed boats!

JUNI  
Well what do you call this thing?

Carmen gets just in front of an island reef. She double checks her radar.

CARMEN  
A submarine.

She hits a switch. The doors are closing.

CARMEN

Duck stupid.

She shoves him inside. The lid closes over their heads as the pod slips under water. The Shapes look up in time to see themselves crashing into the island. They abandon ship.

Below, the pod goes through a natural underwater tunnel in the island reef. They get away.

The pod pilots itself through the murky waters. A digital map on the console shows their distance to destination.

JUNI

Well, that was intense.

14 EXT - FLOOP'S CASTLE - MORNING

14

High security transfer from SUB to Floop's CASTLE. Mom and Dad are heavily bound. Looks like they've put up quite a struggle. They are surrounded by SHAPES, taking them up an underwater elevator made of clear tubing. Fish swirl around them. Mom eyes the masked Shapes that are stripping them of their belongings, including DAD's WATCH.

MOM

Why don't you guys lose the grim reaper masks. We're all friends here.

The SHAPES take off their masks, revealing their true selves.

MOM

Never mind.

Mom and Dad are lead down a long hallway, flanked by Fingermen. They pass a few cages holding the mutant characters from FLOOP's TV show. Dad slows down when he sees DONNAMIGHT pacing his cell. But the Fingermen push him ahead. A CERAMIC EYE inset in the wall tracks them as they pass.

CONTROL ROOM

Floop is sitting in his THINKER THRONE. He and Minion watch Mom and Dad transferred into their dungeon cell on monitors.

MINION

He's too dangerous to trust. I doubt he'll even cooperate.

Floop is sculpting something with his clay.

FLOOP

Not at first. It's interesting, Cortez is the only person I've ever encountered that didn't have a weakness. But times change. And now, he has three.

MINION

You're an absolute genius, have I told you that, sir?

The monitor shows a closeup of DAD. Floop holds up the clay. He has sculpted Dad's face exactly.

FLOOP

(nods politely)

Many times, Minion. Many times.

15 **EXT - THE SAFEHOUSE - MORNING**

15

The Pod cuts through the murky waters. The children gaze at the FISH bumping into their viewing port as they cut through.

JUNI

Where are you taking us.

CARMEN

I'm not taking us anywhere, Juni. It's on some kind of autopilot. Get a grip.

A female sounding computer voice speaks up.

COMPUTER

Destination, Sanctuary.

They exchange looks.

JUNI

You can talk?

The computer doesn't answer.

CARMEN

I think we have to use computer speak: "Computer. We're supposed to be taken to the safehouse."

COMPUTER

Sanctuary is Safehouse.

Carmen narrows her eyes. She speaks quietly to Juni.

CARMEN

I don't trust machines.

COMPUTER  
It is humans that cannot be trusted.

CARMEN  
I don't care, I want to talk to a human.

COMPUTER  
There's one beside you.

CARMEN  
He doesn't count.

Dissolving images show the passing of time during the journey. The kids taking a nap. Waking, using the microwave.

The pod slowly begins to rise, breaking surface. It skims towards a shack isolated on a foliage covered island.

CARMEN  
That's a safehouse?

JUNI  
Doesn't look very safe.

COMPUTER  
Sanctuary is clear for Arrival.

The door opens. The kids waste no time grabbing their bags and heading up the rickety stairs to the small landing and shack door. The door has no apparent hinges or doorknobs.

A computer voice startles them, coming from the door.

COMPUTER  
YOUR NAME.

CARMEN  
Carmen Cortez.

COMPUTER  
Your full name.

CARMEN  
Carmen Elizabeth Cortez.

COMPUTER  
Your FULL NAME.

She exchanges looks with Juni.

CARMEN  
I don't use my FULL name. It's too long.

COMPUTER  
Your full name, please.

Carmen sighs. Here it goes.

CARMEN  
Carmen Elizabeth Juanita Echo Sky Brava  
Cortez. Happy?

The door unseals itself. Carmen and Juni enter and walk into the main room of the safehouse.

CARMEN  
(insulted)  
My name is a passcode.

JUNI  
Does that mean my name isn't really Juni  
RocketRacer Rebelde Cortez?

The lights come up in the safehouse automatically. It is made up of 3 rooms. Juni finds a disc in a DVD player that says PLAY. He closes it. A video message of DAD appears.

DAD  
If you're watching this disc, it means  
you are in the safehouse, and that  
something has happened to your mother,  
myself, or to both of us. As you may know  
by now, we are secret agents of the OSS.  
Do as Felix asks. Trust Felix. Felix is  
there to help you, and with his help,  
hopefully soon we'll be together again.

JUNI  
We're never gonna see them again, are we?

CARMEN  
Of course we will.

JUNI  
Are you sure?

CARMEN  
Yes.

She sees what he's looking at. Her NECKLACE GLOWS RED. Juni turns away and sits in a BEAN BAG facing the wall.

CARMEN  
Well, I'm pretty sure.

Red.



CARMEN  
Somewhat sure?

Still red.

CARMEN  
(whispered)  
Okay, I'll admit I have no idea we'll  
ever see them again.

Green. She hides the necklace.

Carmen begins EXPLORING. She enters one of the rooms which has dark tunnels connected to it. She steps up to one of the tunnels, light wind hitting her face, and clicks the lights on. Illuminated, the tunnel goes on endlessly.

Juni examines a droid looking shape on a table. He pulls a cover off a stack near it, unveiling 8 other little droids.

Carmen opens up the cupboards. No food. The fridge. Nothing.

CARMEN  
What a lousy safehouse. Nothing to eat.

Juni reaches into his pocket and pulls out a small silver wrapped pack. He opens it greedily.

CARMEN  
Freeze dried meal? No thanks.

He crunches his slab of freeze dry like it's peanut brittle.

JUNI  
Pork chop.

CARMEN  
You're supposed to put it in water first.

She turns on the water faucet. Not a drop. He snaps off a chunk and offers it to her. She refuses and opens her own. They share this quiet, crunchy moment.

16 INT - DUNGEON - DAY

16

Three FINGERMEN appear outside the Parent's Cell. One has a tray of food. He raps on the cell door for them to pick it up, but Mom and Dad are busy fighting. Dad paces.

MOM  
Don't be worrying about the children.

DAD

This is why I didn't want to go on a mission.

MOM

They can take care of themselves.

DAD

What are you talking about? They're still in diapers!

Beat.

MOM

Only one wears diapers... and only at night. It's no big deal!

Dad is beside himself.

MOM

Where are your agent instincts? If Floop senses you have a soft spot he'll exploit it.

The Fingerman enters the room, placing the tray on a small table in front of Dad. Dad is glaring at Mom, and her at him.

DAD

Here we go...

Dad throws a PUNCH that CRACKS the Fingerman's Face Plate. Blinded, the Fingerman falls back, arms flailing. The other two Fingermen rush to lock the door, but Mom SLIDES across the room, her foot JAMMING the door open. She sweeps the FEET from under the other FINGERMEN and is up before they drop.

Mom and Dad sprint down the never ending hallway. The alarm sounds. They turn a corner and see the first SIGNED DOOR. Hearing approaching Fingermen they duck into this room.

We read the sign when the door is closed. VIRTUAL ROOM.

17 INT - THE VIRTUAL ROOM - DAY

17

They close the door behind them, and turn around to face the room. Their jaws drop at the sight ahead.

The room is something out of Dr. Seuss's nightmares. It SPINS AROUND with fantastic UPSIDE DOWN LANDSCAPES and BLINDING COLORS. Mom and Dad try to leave, but the entrance is gone.

They run deeper into the room. The landscape keeps CHANGING, from a WIND SWEPT DESERT to LUSH GARDENS. Now they are running along a CLOUD BANK, with the SUN setting far ahead.

They stop, realizing they shouldn't be able to walk on clouds. They can't. They fall right through.

INT - DINING ROOM

Floop sits at a long dining room table in an appointed room. The other seats are occupied by FINGERMEN, except for two.

A trap door opens overhead and Mom and Dad fall out, landing hard on the dining room table. Dad is incensed at the sight of Floop, who sips his soup with a SPOON that appears to have been formed from his weird CLAY.

DAD  
Fegan Floop...

MOM  
(whispering)  
Don't let him sense your weak spot.

FLOOP  
You remember your old enemy?

Dad nods.

DAD  
WHERE ARE MY CHILDREN!?

Mom drops her head...

DAD  
Anything you want from us you get only  
after I know they are safe! Period!

FLOOP  
I don't have them. Yet. Please, sit down.  
You're just in time for dinner.

Dad continues walking to Floop. Across the dinner rolls.

FLOOP  
I snap my fingers...

Like an army in unison, the FINGERMEN STAND. Minion, off to the side of Floop, smiles. Floop motions to the two empty chairs.

FLOOP  
Join us.

Mom and Dad exchange a look, then step down into their seats.

18 INT - SAFEHOUSE - DAY

18

Carmen rummages through Felix's bag, pulls out Felix's locator. A coordinate is highlighted with two blinking dots.

CARMEN

We wait for backup. Felix was backup to Mom and Dad, so someone has to be backup for Felix. We wait.

Juni stops in his tracks. He hears something.

JUNI

Shhh.

Carmen stops what she's doing.

CARMEN

I don't hear anything.

Juni walks stealth-like around the room.

JUNI

He's here.

CARMEN

Who's here?

JUNI

Argonaut.

CARMEN

Argonaut is long gone, Juni.

JUNI

I can feel it. He's here.

He stops and points to a closet door. Doubting, Carmen slowly opens it. There is a blue blanket draped over a LUMP. The lump starts to MOVE.

CARMEN

It doesn't make any sense.

The lump moves out from under the blanket. It's a DOG.

JUNI

Argonaut!

ARGONAUT

Arf!

The dog jumps on him. They hit the ground and re-bond.

JUNI

I knew he couldn't have run away and  
gotten lost! He's too smart for that!

CARMEN

This is insane. What's he been doing here  
all this time?

Argonaut hops back in the closet, then returns with something  
in his mouth.

JUNI

What is it, boy?

Carmen takes it and reads it. Juni and Argo play.

CARMEN

It's an owner's manual. For him.

Argonaut's eyes are on Carmen as Juni pets him down.

CARMEN

(reading booklet)

Argonaut, give me your paw.

Argonaut places his paw in her hand. She finds something at  
the base of it. She shifts the paw and it clicks.

Argonaut is stiff as a board. His eyes go dark. She releases  
his paw, but it stays in the up position.

JUNI

What did you do to my dog?

She unsnaps his collar, the way a pressure latch would work.

CARMEN

He's not a dog.

She REMOVES Argonaut's HEAD. Robotics lie UNDERNEATH.

CARMEN

Always thought your dog was weird. This  
proves it.

(reading booklet)

He's a Cyberpooch 2000.

She glides her finger over the different switches.

CARMEN

Surveillance mode, pet mode,  
Attack mode.

They exchange a look. Argonaut's vacant eyes seem to sparkle.

CARMEN

Surveillance mode. He can keep an eye out for us.

She sets it, puts the head back on and clips the collar. Juni just stares at Argonaut with mixed emotions.

CARMEN

What, you don't like him anymore?

He cautiously pets Argonaut.

JUNI

Good boy.

The emergency line on Carmen's watch buzzes. She clicks it and a fuzzy visual of FELIX appears on watch face.

CARMEN

Felix?! Are my parents with you?

FELIX

They've got me someplace else. Not sure where.

CARMEN

How are you contacting us?

FELIX

I'm talking into my shoe. Listen to me. It's up to you, now. Find Machete.

Felix sees something offscreen.

FELIX

Gotta go!

Click. Blank.

CARMEN

What's up to us, Felix? What's Machete?

(to Juni)

He's gone.

Juni accidentally HANDCUFFED HIMSELF to his lunch box. He tries to rip his hand free, hurtling the lunch box into a lamp, then he WHACKS IT AGAINST HIS HEAD.

CARMEN

We have a locating device and a sub that'll take us anywhere we want to go.

Juni resigns to the lunch box.

CARMEN

I think it's up to us. You with me?

JUNI

With you what?

CARMEN

We find Machete, we rescue Mom and Dad.

Juni thinks a moment.

JUNI

Okay.

KNOCK KNOCK KNOCK. Argonaut growls. Juni and Carmen are quiet. Another heavy KNOCK on the door.

VOICE FROM OUTSIDE

Carmen? Juni?

Carmen walks slowly to the door. Opens the eyehole. We see the face of MS.GRADENKO.

GRADENKO

I'm Ms. Gradenko. We work for your parents.

CARMEN

We?

Juni opens a curtain and sees others.

GRADENKO

We're here to help.

Carmen closes the eye door.

CARMEN

I don't trust adults.

JUNI

She might be Felix's backup.

Carmen looks around for an option.

GRADENKO

I can understand if you don't trust me, you were a baby when we first met. But know this. Without us, everything your parents worked for will be destroyed.

Carmen rips Argonaut's head off and sets his switch.

CARMEN

Attack mode. Just in case...

The door opens up. Carmen steps back in shock. Argonaut walks backwards until he's under the couch.

GRADENKO

Remember me now?

CARMEN

No...

JUNI

We're not supposed to let strangers break into our house.

GRADENKO

Sorry. I had a key.

(showing Key)

You see? We're all on the same side.

Several agents step in and fan out through the safehouse.

Carmen notices a silver bracelet on Gradenko's wrist.

CARMEN

My mom has a bracelet like that.

GRADENKO

OSS standard issue. We all have one.

CARMEN

What do you want?

GRADENKO

We need your help.

19 INT - DINING ROOM - DAY

19

Mom and Dad pick at their food.

CORTEZ

What's this about? What do you want from me?

FLOOP

Your brain.

Dad exchanges a look with Mom. Minion steps forward.

MINION

The 'Third Brain' actually.



Floop lifts his wine glass.

FLOOP

He knows what I mean.

DAD

No, I don't. You must forgive me, I've been in the retirement game for a while. Not as up to date as I should be.

Dad lifts his wine glass, sniffs it, drinks from it.

DAD

Vintage Red Sitory, 1908.

FLOOP

(smiles)

Wrong. Only an uncanny replica, designed for the most discriminating palates. Mainly... yours.

Floop smiles and stands, carrying his plate towards Dad.

FLOOP

You agents.... why must you always eat the food and drink of your enemies?

Dad swirls the juice in his glass, feeling it's weight.

FLOOP

It's actually a Truth Serum. Harmless, of course, to those who have nothing to hide. I enjoy drinking it myself from time to time. Keeps me honest. Behold.

He sips it.

FLOOP

I envy you, Cortez. You have everything I want, and can't rightfully have. Rightfully being the key word. Because I will have everything I want. Eventually.

Floop leans in.

FLOOP

Now, your turn. It'll only work once on you, so answer quickly - Where is the Third Brain?

DAD

I honestly don't know. It's constantly relocating itself.

FLOOP

Interesting. How do you find it?

DAD

You don't have to. The Third Brain is controlled by the Second Brain. The Second Brain is basically a remote interface.

FLOOP

So where's the Second Brain?

DAD

On my daughters wrist. It's built into her watch.

FLOOP

Ah...

Floop motions to Minion, who brings a platter with the Parent's belongings. He takes Cortez's watch.

DAD

Bring me my children and I may be more willing to show you how to use it.

FLOOP

That's true. Her watch, is it like yours?

DAD

Exactly like mine.

FLOOP

Then, why can't we just use yours?

DAD

Because mine's broken.

Floop looks closely at the watch. It's in perfect condition. Dad takes it and SMASHES it against the table.

FLOOP

I guess the serum has run it's course.

Dad tosses the watch's remains into Floop's soup.

DAD

It has.

FLOOP

You have a remarkable resistance. Thank you for your honesty, Cortez... that will be all for now.

A trap door in the chair opens and Dad falls through. Floop sits in Dad's chair. Mom checks casually under the table, sure that her husband can take care of himself.

FLOOP

Now... let's talk about you, Serepic.

MOM

Serepic? My old code name. No one has called me that in...

FLOOP

What must feel like an eternity.

MOM

Sometimes.

FLOOP

Safe answers for such a dangerous woman.

Mom turns to a Fingerman twiddling his thumbs.

MOM

Hey you, digit. Pass the juice.

FLOOP

There's the tough talker who took down my operation in Honduras.

The Fingermen pushes the Serum bottle to Mom.

FLOOP

You miss it don't you? Precarious situations, exotic locations, bottomless expense accounts?

Mom pours a glass of juice.

MOM

Truth serum?

FLOOP

Mmm humm.

She takes a healthy swig.

MOM

I love my family, Mr. Floop.

FLOOP

Admirable quality in a mother of two.

MOM

And I don't like you. I think you're an immoral freak. A creative disaster. A bad dresser, an incompetent mastermind, and a fraud.

Floop's smile fades.

MOM

And when I've gotten my children back, I'll thank you by wrapping my hands around that string bean throat of yours, and squeezing that pompous attitude right out your...

Floop nervously hits the switch. Mom's chair gives way just as Dad's did. Mom falls underground.

FLOOP

A little too much honesty...

20 INT SAFEHOUSE DAY

20

The Agents check out the rooms, looking for security leaks. One agent checks out the row of DROIDS.

JUNI

I think it's a jet pack.

AGENT

Nope. It's a Buddy PACK, see?

The Agent turns the machine to face Juni. The pack resembles a tiny robot.

AGENT

What you're talking about are those military numbers with a single emission chamber that sets your butt on fire. Your Buddy wouldn't do that. He's a state of the art, thoughtfully engineered personal travel system.

JUNI

A Jet Pack.

AGENT

Yeah, well... sort of I guess.

Gradenko snaps her fingers at the other agents.

GRADENKO

Milk and Cookies for the children.

The agents open the empty cupboards, then click a switch. The Cupboards flip around, revealing TONS of FOOD.

JUNI

Hey! Where'd you find that?

Another agent hits a switch and the Fridge is suddenly full. He pops open a CHANGO SODA can.

AGENT

Always look behind an empty cupboard when you're in a safehouse, kid. That's where the food is.

Carmen checks on Argonaut who sits peacefully under the couch.

GRADENKO

We know who's behind your parents kidnapping. We just don't know why.

Floop's face appears onscreen. Juni rushes over to the screen with a cookie. Carmen takes one from the plate.

CARMEN

Fabulous Floop?

GRADENKO

He's not that fabulous.

OSS FILES of Floop flash onscreen.

GRADENKO

He's been up to no good for a long time. Recognize these?

The faces of some of the show's colorful characters appear.

JUNI

Floop's Fuglies. I've got toy versions at home.

GRADENKO

They used to look like this, before he mutated them.

She clicks again, and we see their HUMAN counterparts.

GRADENKO

They were agents we sent in to investigate Floop. He turned them into these freakish characters you see on his show. To mock our efforts.

Juni seems affected most by this.

JUNI

Will he do that to Mom and Dad?

GRADENKO

Definitely. But there's also something your parents have that Floop wants.

CARMEN

What?

GRADENKO

We don't know. That's why we need your help. If there's anything you can possibly remember - be it something you overheard your parents say at dinner, or on the phone. That one thing could be the answer we're looking for to...

CARMEN

(whispered, to herself)

The Third Brain. It's all my Dad's been working on since... well, my whole life. If Floop wants him for something, it'd have to be that.

Gradenko is pleased. She removes her bracelet and straps it on Carmen's wrist.

GRADENKO

You've joined the ranks of women spies in the OSS. Brilliant.

Carmen beams at Juni. Juni rolls his eyes and walks off munching his cookie.

GRADENKO

Now, what is the Third Brain exactly?

Juni's hands begin to itch. First a little. Then a lot.

CARMEN

I don't know. But, he gave me this watch before he left. I didn't know what it meant.

Carmen eats the cookie.

GRADENKO

Very good Carmen. Very good. Anything else you can think of?

Juni scratches nervously and looks out through the crack of the front door. He sees SEVERAL SHAPES OUTSIDE STANDING AROUND THE POD. One of the Shapes pulls something out of the POD, and the Pod SINKS UNDERWATER.

CARMEN

Not really. He never talked about it.

GRADENKO

Think hard.

CARMEN

Well...

JUNI

Don't say anymore.

Gradenko and Carmen turn to Juni, who holds up a weird gadget he grabbed from his satchel. The top spins. Very Sci-Fi.

JUNI

She's working for FLOOP, Carmen.

The other agents start closing in. Carmen joins Juni.

Carmen grabs a similar gadget from the bag and holds it out. The Agents react by bursting into laughter.

GRADENKO

Do you even know what those things are?

Carmen looks at the weird gadgets and realizes she's probably holding something completely non-threatening.

CARMEN

I know they're heavy.

The agents react. Carmen and Juni start throwing the various gadgets. They smash into bits against the wall as they miss their targets. The agents look panicked. Trying to catch the gadgets before they smash into the walls.

GRADENKO

That equipment costs millions of dollars!

Juni stops throwing his last gadget. Looks at it. Stuffs it back in his bag.

GRADENKO

Take them to the boat.

Gradenko is cut short by the low rumbling GROWL of Argonaut. Everyone freezes. Gradenko's eyes widen. Carmen smiles.

CARMEN

Oooops.

We hear a short scream by one of the agents as he's HURTLED across the room. He hits an overhead lamp and crashes painfully behind the children.

GRADENKO

My GOD what is that thing!

The other Agents are tossed around by the MIGHTY BIONIC ARGONAUT. He is the only one left standing. Gradenko backs away towards the children. Argonaut closes in.

MS GRADENKO

Did you enjoy the cookies?

CARMEN

They were very nice thank you.

MS GRADENKO

Better than you think. The tranquilizers we slipped into the cookie batter should render you unconscious any minute.

Carmen and Juni pull out soggy cookies from their pockets.

JUNI

At first I thought it had nutmeg.

CARMEN

I thought it was cloves. Then realized it was something else. So we spit them out.

They drop the cookies into her suit pocket.

CARMEN

Nice try Betty Crocker.

They walk towards front door.

CARMEN

Keep an eye on her, Argonaut.

Carmen's about to open the Front Door.

JUNI

Not that way. They sunk our Pod.

CARMEN

Who?

Gradenko laughs.



As if on CUE the windows BURST INWARD as several black clad SHAPES fly into the room.

CARMEN

Run for it!

Argonaut uses his bionic strength to toss a Shape into the wall. Gradenko leaps for Carmen and grabs her foot.

Juni leaps to the BUDDY PACKS and slides one on. He notices Carmen on the ground.

CARMEN

I'm right behind you, GO!

Carmen KICKS Gradenko in the FACE.

Juni turns to fly, but A SHAPE grabs his ankle. Juni hits the big ON/OFF switch and blasts away BACKWARDS, singeing the Shape's face mask off. Juni disappears out the far tunnel in the same shot.

Carmen rushes through the safehouse grabbing her bags. She tosses her Locating Device in the bag.

The other Shapes quickly strap on Buddy Packs. One by one THEY BLAST AFTER JUNI.

Carmen rushes to get the last Pack but a SHAPE takes it.

CARMEN

Wait! That's mine!

The Shape pulls away and leaps to take off but falls straight to the ground with a sputter. The defective pack EXPLODES.

Juni flies through the underground tunnels ducking away from the Shapes.

The Shapes are in full chase as Juni comes to a four way. Juni sees Shapes coming up every tunnel! He flies up to the SKYLIGHT as the Shapes crash into each other.

Juni breaks through the Skylight.

A dozen SHAPES on Buddy Pack shoot out after him.

CARMEN

(on com)

Where are you!?

JUNI

Outside. You?

Carmen is hanging from the ceiling like an acrobat as the Shapes try and stack furniture to get at her.

CARMEN

I'm toast. Come back.

Juni crashes into a giant billboard for CHANGO SODA, leaving a little hole in it. Suddenly a dozen or so more SHAPES crash through. We get a quick visual reference of just how many Shapes are after him by the man shaped holes left behind. Juni backtracks through the hole.

Argonaut dispatches a few more Shapes as Carmen drops to the floor and runs through the tunnel after Juni. It's dark.

Juni flies towards a small opening in an otherwise sealed off bridge. JUNI crosses himself, makes himself skinny and shoots RIGHT THROUGH.

The Shapes aren't small enough and CRASH painfully.

Juni skids to a STOP to admire his handiwork. He smiles broadly, raises one arm like Mighty Mouse and FLIES away.

Carmen stops running.

CARMEN

Juni!

Her voice echoes down the tunnel.

MS GRADENKO

Give me the watch...

Carmen spins around. Gradenko's behind her, limping slightly.

CARMEN

You lied to us. You lied to my parents.

Gradenko is really just stalling until the SHAPES ABOVE CARMEN, scaling down the CHAINS can grab her.

MS GRADENKO

Since you won't eat your cookies, I'll have to administer your medicine another way.

Gradenko raises a SYRINGE filled with GREEN LIQUID.

CARMEN

Juni get me out of here.

The small light that is JUNI is coming up fast behind her.

GRADENKO

Sleepy time...

Gradenko LEAPS For CARMEN just as JUNI Snatches her away.  
Gradenko tackles the ground as the SHAPES DROP on top of her.

GRADENKO

Off of me you imbeciles!

Gradenko pushes her way out of the mess as ARGONAUT comes  
running up the tunnel. He attacks Gradenko.

CARMEN

What about your dog?

JUNI

He's not my dog anymore.

They blast out the skylight and find themselves facing eight  
recovering Shapes "standing" in mid-air, arms crossed.

Juni heads for the coastline where an industrial complex  
sits. They are starting to dip.

CARMEN

We're sinking.

JUNI

You're too heavy!

CARMEN

No I'm not we're low on fuel.

JUNI

We have plenty of fuel. You're just too  
heavy...

CARMEN

Shut up and land us somewhere!

They are RUSHING head on into the HI RISE BUILDINGS.

21 INT - DUNGEON - DAY

21

Dad's eyes are wide, as if he's being transmitted a vision.

DAD

I just had the most horrible thought.

MOM

What?

DAD

That our children were alone in the Safehouse. And they couldn't figure out how to get at the food. And they were forced to eat freeze dry products.

MOM

That's terrible.

22

EXT - CITY STREETS

22

The kids descend through the tightly packed skyscrapers and coastline buildings, navigating sharp turns and dead ends. Carmen can see they're about to wreck head on into a truck.

CARMEN

Sale at Woolworth's!

JUNI

Got it.

Juni turns sharply and they head for a giant WOOLWORTH'S, blasting through a door as a shopper leaves. They're in a clothing department: high ceilings, lots of clothes racks. Carmen grabs a new dress and a few other accessories as they fly through. Juni drops her off at the DRESSING ROOM. She runs inside to change.

Juni rockets into the men's formal wear and disappears deep inside a clothes rack. The SHAPES burst in, cruising a few feet from the ceiling for a bird's eye view.

Suddenly the CLOTHES RACK blasts across the store, out the door and through the parking lot. The Shapes chase after it.

Back in the store, Juni pops out of a different rack of clothes dressed like a BIG BABY with a BONNET. He leaps onto a double seater stroller, the mother is holding a baby, and the 2 year old is in the other seat crying that he's hungry. Juni pulls a rock hard piece of freeze dried goodness. The kid is looking Juni up and down confused.

JUNI

Steak and Eggs or Carne Guisada? You look like a steak and eggs.

Juni hands him the block, his eyes on the dressing room as Carmen comes out dressed to the nines. That's Juni's cue.

JUNI

Bon Appetit.

The boy smells the block of freeze dry, then eats it.

Juni pulls off the bonnet and leaps off the cart to intersect with Carmen. He rips off his baby dress. Underneath he wears a new TUX. A clerk calls them back in. Juni reaches into his pocket and tosses out a few big bills. They split.

The SHAPES are following the rack of clothes as it maneuvers it's way through busy streets. Cars weave and wreck into each other trying to avoid it. The Rack loses steam and falls over, revealing that the Buddy pack alone is strapped to one of the poles. The alarmed Shapes blast back to Woolworth's.

Carmen and Juni are out on the street. Adults passing all around them. They look and feel OUT OF PLACE here. They spot a station wagon being loaded up with bags, and they sneak in.

23 INT - FLOOP'S CONTROL ROOM - DAY

23

CLOSE UP of a crudely drawn smiley face finger puppet on a black gloved finger. We hear Floop doing the character's voice as the camera pulls back, revealing that it's Floop's gloved finger and Floop himself is walking along a colorful ESCHER STYLE CUBE that spins mysteriously above a candy city in a cream colored sky. He's surrounded by FINGERMEN and FUGLIES in a twisted carousel.

FLOOP  
(calling off camera)  
CUT.

Floop storms off camera. We pull back, revealing Minion watching this on a monitor in the Control Room. Floop enters in a complete creative FRENZY.

FLOOP  
What does it need, Minion?

MINION  
I don't...

FLOOP  
My show. It NEEDS something. That one thing that will take it to NUMBER ONE. I'm on the verge of grasping it, I can FEEL it, but can't think straight enough to figure it out...

MINION  
If I may say so, Floop, you're spending too much time on this program when you should be more concerned with your contract with Mr. Lisp...

Floop can't take his eyes off the monitor, staring at his disaster of a show.

FLOOP

All this HARDWARE we're dealing with is getting in the way of my creative abilities. If I can just get that BRAIN, I bet it can give me that energy BACK. Get my creative juices flowing again!  
(realization)  
You lost the kids, didn't you?

MINION

You have to consider that their parents are two of the best agents in the world.

FLOOP

And?

MINION

And these are their children.

FLOOP

I need that watch.

MINION

If I may be so bold as to suggest a transmogrification of two of our prime candidates into Doppelgangers.

Floop is taken aback by Minion's sudden aptitude.

FLOOP

Speak English, Minion. I've been baking under studio lights.

Minion leads Floop to the TRANSMOGRIFICATION ROOM.

MINION

When you want to snare a spy, you send a spy. To catch a criminal you send a criminal.

FLOOP

Of course.

MINION

To find a child...

Minion uncovers two child robots we recognize as X5 and Y6. Floop looks into the robot's electric eyes. He hands Floop the FOTO of the CORTEZ FAMILY taken from the parent's car.

MINION  
You send a child.

Minion puts the unusual BALL OF CLAY in Floop's hand. Floop looks from the picture of CARMEN and JUNI to the robots.

FLOOP  
That's brilliant, Minion.

MINION  
Thank you. Sir.

24 EXT - PLAYGROUND PARK - DAY

24

We pan from a traffic jam to the trunk of the station wagon stuck in traffic with it's back window dangling open, over to see Carmen and Juni running towards a Playground Park. The Playground is enormous, and this being South America, it looks like it hasn't exactly been built to code.

JUNI  
What are we doing here?

CARMEN  
Blending in. Two kids out on their own are easy to spot.

Juni sits in a sand pit. Snacking on some more freeze dry.

CARMEN  
I wonder why they wanted my watch.

JUNI  
Maybe it's the Third Brain.

CARMEN  
Two easy.

Carmen pulls off the watch and examines it. Carmen slips her sunglasses over the camera. We are in Juni's POV.

CARMEN  
Check this out.

JUNI  
Ew, Gross!

CARMEN  
What do you see?

JUNI  
You.

CARMEN

Very funny. Focus your eyes closer. On the glasses themselves.

The focus shifts from Carmen to something closer than her. She hits a button on the watch. A computer screen comes into focus in the glasses.

JUNI

Whoa! Maps and readouts.

CARMEN

That's the computer screen. Now, look for anything you can find on the name MACHETE. I'm gonna see what's in this lunch box.

She uses a hair pin to pick Juni's lunchbox HANDCUFF open.

JUNI

Hey!

CARMEN

You want it back on?

JUNI

Why didn't you take it off sooner?

CARMEN

I wanted to teach you a lesson.

She starts working on the lunchbox lock.

JUNI

Why are you so mean to me?

CARMEN

Cause everything that comes out of your mouth is a question. Ever notice that?

JUNI

Really?

CARMEN

Yes. And I get tired of answering your stupid questions.

Beat.

JUNI

Why?

CARMEN

Just read your glasses.



Carmen extends a thin cable from her all purpose wristwatch and connects it to the key slot of the lunch box.

She hits a few key options and the watch readout spins like a slot machine. The watch beeps and the lunch box lock clicks open. There's a single LOLLIPOP with a note: "LOVE, MOM."

She unwraps it and pops it in her mouth.

CARMEN

Jalapeno flavored. What are you getting?

JUNI

Besides a splitting headache?

CRACK! Carmen bites into the lollipop.

CARMEN

Well what do you know? Secret center.

Sure enough, the pop has a secret center with a piece of paper inside. She opens up the note. It has two words:

CARMEN

Isidor Machete...

The camera pushes in on her.

CARMEN

ISIDOR...

25 INT- CONTROL ROOM

25

A giant image of MR. LISP is on the main monitor of Floop's control room.

LISP

A thinking machine? It doesn't sound possible.

VOICE

I believe it is.

The camera spins around the THINKER THRONE, slowly revealing none other than MINION sitting within.

MINION

The Third Brain was designed by Gregorio Cortez, one of the world's top agents. It's secrets are substantial.

LISP

Then we acquire the Third Brain for ourselves. If it's as you say, I predict it will revolutionize our organization.

MINION

That's a brilliant idea, sir. I never would have thought of that. But what of Mr. Floop?

LISP

We'll let him complete his army, which we can release into the world as planned. Then, get rid of Floop. He's completely expendable.

MINION

Gladly. I'll have the Third Brain ready in time for your arrival tomorrow. Noon. Leave all arrangements to me.

LISP

You've done a good job for us there, Minion. Don't fail us now.

Lisp disappears from the screen.

MINION

I wouldn't even think of failure, Mr. Lisp.

26 EXT - PARK - LATE AFTERNOON

26

Juni hits the dirt, dizzy with a headache.

JUNI

Oh my head. Uuugghh...

CARMEN

The coordinates?

Juni mumbles the coordinates. Carmen types them in. The Locating device lights up.

CARMEN

It's not even a hundred miles from here.

A map prints out of the locator. Her watch goes off.

Juni notices her bracelet.

JUNI

Why are you still wearing that?

He points to her bracelet.

Juni stands and Scans the playground. Two children stand motionless at the edge of the park. Looking right at them.

Carmen removes the bracelet. The underside blinks. He snatches the bracelet away.

JUNI

They tracked us to Gradenko's bracelet.

CARMEN

She got the last laugh. I hate that.

Carmen looks up and sees the two CHILDREN walking their way. Fast. Their hair blows softly in the wind. Carmen takes the LOCATING DEVICE and hands it to Juni. Juni slips it in his jacket pocket.

The two Children stop a few feet from Carmen and Juni. There's something odd about them. They remove their sunglasses and we realize why. X5 and Y6 are now EXACT COPIES of Carmen and Juni. Only a little colder.

There's a moment of recognition and confusion. Then both robots get in KARATE mode.

CARMEN

(getting ready)

If we're not fighting each other we're fighting ourselves.

Juni leaps at Carmen Robot, but she tosses him onto a merry go round. He manages to rip something off the back of her collar, as she spins the round. It goes so fast he simply holds on for dear life.

Carmen readies herself to fight the Juni Robot. She gets in boxer stance. Juni Robot is cocky and relaxed. She throws a punch and he grabs the fist in an iron grip. Then tears the watch off her wrist. He smiles creepily.

Carmen Robot leaps atop the merry go Round, facing off with JUNI as they spin at incredible speed. She takes the Locating Device from Juni with a short, odd struggle. Then CRUSHES IT in her hand. She smiles and leaps off the round.

The twin robots reunite once more, smile at Carmen, then turn and BLAST OFF. The Merry go round slows enough for Juni to jump off. Extremely dizzy, Juni stumbles towards her and falls facedown in the sand.

JUNI

You think that was scary?

He lifts up a paper tag for Carmen to read.

JUNI

I tore this off the back of her neck.

CARMEN

She didn't notice?

JUNI

She wasn't very smart.

CARMEN

Floop Industries. Limited Edition SPY  
KID. One of... one of 500.

Carmen is slowly figuring it out.

CARMEN

Floop needs the Third Brain to make his  
robots smart. The watch must control the  
brain.

JUNI

Where's your watch?

Carmen storms off.

CARMEN

We have to get to Floop before 500 robots  
get an education, and before Mom and Dad  
get a Floopian Facelift.

Juni is trying to catch up, walking in dizzy formations.

27 INT - CONTROL ROOM - DAY

27

Floop places a clay likeness of MOM down on a table, next to  
the clay face of DAD. He then lifts a third face: FELIX. He  
attaches Green and yellow wires to the top.

FLOOP

I know of your loyalties to Cortez, but I  
know vanity runs deep in everyone. So I  
want to demonstrate some of the benefits  
of your cooperation. You have a rather  
nasty scar on your face, Felix.

Felix is sitting across from Floop in a stronghold chair. The  
same green and yellow wires are attached to his headplate.

FELIX

You should have seen it before the surgery.

Floop repairs the blemish on his clay sculpture. Smoothing out the ragged features. We show Felix. His scar is gone.

FLOOP

Maybe you need a better surgeon.

Felix sees himself in a mirror.

FELIX

Nice toy.

FLOOP

That's only one of the gifts I can give you, if you'll help me in return.

FELIX

And if I do? What happens to the Cortez family?

FLOOP

I owe them life imprisonment. Not as bad as it sounds. They will be mutated into very popular characters I predict.

FELIX

Count me out. You can't change who I am. Or yourself. Your outer shell may show one thing, Floop, but inside you are the worst of monsters.

Floop talks to one of his black glove finger puppets.

FLOOP

I take that as a definite no, don't you?

GLOVED FINGER

(whispered)

Yes, I do!

Floop grabs the clay and pushes into it. He stretches the nose out and squishes the brow down. Lays it on the table.

FLOOP

I'll give you time to change your mind.

We see that Felix now resembles the clay sculpture.

FELIX

Monster.

28 INT - DUNGEON CELL - DAY

28

Dad and Mom are putting their time alone to good use.

DAD

Gradenko? You think it was Gradenko?

MOM

Makes perfect sense.

DAD

You suspect Gradenko because I was originally HER mark. You think that if she had gotten to me first, she and I would be together.

MOM

Now you're protecting her. Admit she could be the one setting us up.

DAD

Devlin would have found her out long ago.

MOM

I don't trust Devlin either. And you've practically turned double agent on us by being so withdrawn. You're not connected to us like you used to be. Why? Juni needs you more than ever.

DAD

I teach his class! I'm right there!

MOM

As his teacher, not as his father. Then you bury yourself in the Third Brain. We want you back. Why have you gone?

Dad walks to the barred door.

DAD

I've tried to be open... but there are still things about me you don't know.

MOM

Like what?

Dad examines the bars.

DAD

The sea water has corroded the concrete. The metal has begun to rust. I bet with a  
(MORE)

DAD (cont'd)  
combined effort we could knock one of  
these loose.

Dad shakes the door. Doesn't budge.

MOM  
You're not going anywhere, so you might  
as well start talking.

29 EXT - MACHETE'S SPY SHOP - DAY

29

A filthy cab pulls away as Carmen peers through her Digital  
PEN SCOPE at MACHETE'S SPY STORE across the street. It seems  
vacant. Her and Juni hold hands and cross the street.

30 INT - MACHETE'S SPY SHOP - DAY

30

Carmen and Juni look around the small retail area of the  
store. Different gadgets for everyday counter-intelligence  
line the shop. A gruff looking man owns the counter.

CARMEN  
What kind of stuff do you sell here?

STORE MANAGER  
Spy equipment.

CARMEN  
Like what?

STORE MANAGER  
Counter-intelligence stuff. Phone taps,  
surveillance cameras, that sort of thing.

CARMEN  
Do you have an RX?

Store Manager laughs.

STORE MANAGER  
Why?

CARMEN  
We need something fast that can get us to  
South America.

Store Manager looks them over.

STORE MANAGER  
Come back with your parents.

CARMEN  
We can't.

Store Manager lets it sink in. Looks back up at the kids.

JUNI

We've flown one before.

CARMEN

Well, the Computer Simulator version.

STORE MANAGER

Even if you could fly it, and even if I had one... You couldn't provide the right credentials, and you sure couldn't pay for it.

Carmen takes the gadget from Juni's bag and drops it on the counter. Store Manager looks at it casually, then INTENSELY.

CARMEN

That more than pays for it doesn't it?

STORE MANAGER

Who are you?

CARMEN

CarmenElizabethJuanitaEchoSkyBravaCortez.

A GREEN LIGHT goes off behind the Store Manager and the door behind him opens up. He starts to put it together.

STORE MANAGER

You're Carmen? So you must be... Juni.

Carmen looks up at the man, recognizing something of him.

STORE MANAGER

I'm Machete. Well, Machete is my code name. I'm also... Isidor. Your Uncle. We've never met. Officially.

CARMEN

So you're Uncle Izzy.

JUNI

What's back there?

## BACK AREA

Machete turns on the sporadic overhead fluorescents and the GADGET JAMMED back room lights up. Impressive.

MACHETE

This is where all the good stuff is.



CARMEN

You're a secret agent, aren't you?

MACHETE

How'd you know?

CARMEN

Well, I asked my parents about you once. They said you're always travelling and no one knows what you do for a living.

MACHETE

I think we all have uncles like that. Why the bandages, kid?

CARMEN

(whispered)

He has warts.

Juni swats her.

CARMEN

They spread all over his hands. He's trying Grandma's remedy with Castor Oil but it doesn't work.

MACHETE

They have laser treatments for that. I got a laser right here.

He fires up a bizarre looking gadget. Juni flinches.

CARMEN

He's afraid of pain.

JUNI

I'm not... afraid of it.

MACHETE

You afraid of Floop?

JUNI

No.

MACHETE

You should be.

DISSOLVE TO:

Machete lays out a digital map on a table.

MACHETE

Your father and I used to do this all the time when we were your age. Making detailed maps and rescue plans.

JUNI

Really?

MACHETE

Yeah, except it was only make believe.

He points to a small island.

MACHETE

FLOOP CASTLE. All regular entrances are out of the question. However, down over here - underneath, there's an old entrance into the basement that no one uses anymore. That's your best chance in.

CARMEN

(re: map)

What does this mean?

MACHETE

Well, it's an underwater cave.

Machete brings gear from off the wall.

MACHETE

In order to get into the basement, you'll have to dive through that cave.

He drops compact diving equipment on the table: regulators, rebreather packs. Juni picks up a small barrel marked NITROX.

CARMEN

Dad got us diver certified on the rebreather system last year in Cozumel.

MACHETE

Your father sent you to find me?

CARMEN

No. Felix and Mom suggested it.

MACHETE

Oh. That makes sense.

CARMEN

Why?

MACHETE

Your father and I haven't spoken to each other much. At all, really. For 5 years.

JUNI

Why not?

MACHETE

Had a falling out. You know, sometimes you say things you regret. Can't find the guts to apologize.

CARMEN

Why don't you?

MACHETE

Well, he started it.

CARMEN

I can't imagine fighting with my brother to the point we never talked again.

Juni looks at her. She looks at Juni.

CARMEN

Well, maybe I see your point.

MACHETE

Words are only other forms of thoughts. They can cut deep. I just know that if I were to show up there, even to help, he wouldn't be happy about it.

CARMEN

I don't think that's true. You're brothers.

MACHETE

So were Cain and Abel.

31 EXT - PARKING LOT TARMAC - DAY

31

They walk briskly out back in the small parking lot. The kids are dressed in Short SCUBA SUITS. Machete pulls an RX from a hangar the size of a large dog house.

MACHETE

They call it the Beijing Express. It can fly from New York to Beijing in thirty minutes, undetected because of it's size.

JUNI

It's tiny.

MACHETE

It's built for only one passenger.

The kids climb in the RX.

CARMEN

One adult passenger. It can fit two small children.

MACHETE

I'll program it to take you to the island. What if you have to go manual?

CARMEN

We've both flown RX flight simulators for over a year now.

MACHETE

You've flown the RX simulators?

JUNI

Mom made sure we got them for Christmas.

MACHETE

How old are you?

CARMEN

9 and 6.

MACHETE

(thinks about it)

Okay, you'll land somewhere near La Isla de Floop. The terrain is tricky, so let the auto landing do its thing. Don't be heroes. Then through the cave, up into the castle.

He hauls their gear into the RX.

CARMEN

Wish you were coming along. So does my father, I bet.

Machete touches her head.

MACHETE

God bless you on your journey.

Carmen shuts the cockpit. They're strapped in like a couple of sardines. Juni clicks switches. The engine purrs.

JUNI  
(scratching his hands)  
So what happens once we're in the castle?

CARMEN  
What are you worried about, I doubt we'll  
ever land this thing.

The RX taxi's up the runway 10 feet. Lifts, then in a FLASH  
is across the sky. Machete waves, then drops his head.

32 INT - DUNGEON CELL - DAY

32

Dad is deep in thought.

DAD  
I lost my father to this business.

Dad removes his dangling moustache.

MOM  
I thought he was a carpet salesman.

DAD  
So did I, at first. My mother told us the  
real story years after he died. He had  
gone out on a routine mission. Never came  
back. It was so top secret, I never found  
out how it happened. The only reason I  
even joined the OSS was so I could  
access his records. I still don't know  
what his final days were like. Probably  
something like this.

Mom holds his hand.

DAD  
I was Juni's age when that happened. I  
couldn't even keep my shoes tied.

MOM  
He wants so much to be like you.

DAD  
That's what I don't want. I am who I am  
for the wrong reasons. He's more like me  
than he knows.

33 INT - SPI RX - DAY

33

WHOOSH! The RX flies through beautiful Aerial Vistas of South  
America. Juni has his shoe up on the dash. He's tying the  
laces again.

CARMEN

Use double knots, genius.

The ship ROCKS SUDDENLY. He gets his finger tied in the knot.  
The craft rocks uncontrollably now.

JUNI

Is it breaking up?

Carmen reads the controls.

CARMEN

Autopilot system is failing.

They see themselves lowering into the mountains.

CARMEN

We'll have to switch to manual.

She thinks a moment, then pushes Juni to the dash.

CARMEN

Take the controls.

JUNI

You want me to fly?

CARMEN

You're the better pilot.

JUNI

I am?

CARMEN

Hurry, we're going down.

He takes the controls eagerly. Then realizes something.

JUNI

You just want someone to blame if  
something bad happens!

Carmen hits the switch.

CARMEN

Switching.

The RX dips radically. Juni struggles to keep hold on it.

CARMEN

What are you doing! Straighten it out,  
meathead!

JUNI

Stop calling me names!

CARMEN

Well, I sure can't call you a pilot!

WHACK! They hit a mountain cap, clipping a piece of the wing. The RX spins around and around, thrown off balance by the broken wing.

CARMEN

Now you've done it.

JUNI

I knew this would happen.

34 INT - CONTROL ROOM - NIGHT

34

Minion walks by different robot clones. Holding up 8x10's attached to their tables.

MINION

The President's daughter. The President's son, good.

He continues onto each robot.

MINION

Prime Minister's son, General's daughter... Excellent work Floop. Who are these?

FLOOP

Replicant children of the world's richest citizens.

Floop forces a smile.

MINION

It's all here. As planned.

FLOOP

I have to get back to my show, now.

MINION

Focus on the task at hand. We have till noon to prepare a demonstration of the Third Brain for Mr. Lisp.

Floop stops.

FLOOP

I don't believe in this anymore, Minion.  
I don't think I ever did.

MINION

Explain.

FLOOP

The mutated agents, the robot kids. Those  
aren't my ideas. They're yours.

MINION

So what?

FLOOP

I think that's why they're not working.

The Carmen / Juni robots enter and hand the watch to Minion.

MINION

Not yet they don't. But you see... I have  
his watch, and now his children.  
Blackmailing Cortez into giving me the Third  
Brain will be a snap. I won't need you  
anymore.

The Children grab Floop's arms. Floop is dismayed.

FLOOP

What is this?

MINION

A new arrangement. You make toys and  
novelties. You haven't the stomach for the  
bigger picture. Neither will the world,  
when I reveal that it was YOU who unleashed  
these armies of robotic menaces on them.  
Mass entertainment won't be your legacy,  
Floop. Only Mass Destruction.

FLOOP

You must be stopped.

MINION

It is Fegan Floop who must be stopped.  
Children, lock him in the Virtual Room.

35 EXT - FLOOP CASTLE - DAY

35

The RX is SPINNING WILDLY. Out of control.

JUNI

I'm getting sick.



CARMEN

We're gonna crash if you don't do something!

Juni maneuvers HARD into a passing mountain peak. CRACKING OFF A PIECE OF THE OTHER WING.

CARMEN

You idiot! You did that on...

The craft is balanced.

JUNI

...Purpose. Now it's even.

CARMEN

We're going down. Slowly but surely.

JUNI

How far are we?

He keeps speeding up. The castle is far ahead.

CARMEN

I can barely see it.

We see FLOOP's Castle skimming ahead. Fast and Furious.

CARMEN

Mom and Dad are in there somewhere.

JUNI

Landing gear.

The landing gear clicks into place. They're much lower, and they STRIKE a mountain top, BREAKING OFF THE WHEELS.

JUNI

No landing gear. We're definitely going to crash.

CARMEN

No. We're gonna drop.

JUNI

Drop?

She shows him a control on the panel that reads DROP.

CARMEN

Drop. Aim for the mountain. Got your gear?

JUNI

Uh huh.

CARMEN

Get your regulator ready.

They're coming up fast on the mountain side. Juni jams the rebreather regulator in his mouth.

CARMEN

The water's probably cold. Be ready for that.

Carmen hits the DROP SWITCH. The seats blow out. The kids free fall out the bottom. As they fall, they watch the RX continue on and fragment into the mountainside with barely a whisper. Good design. They plunge into the ferocious current.

Underwater they gear up and stabilize, then give each other the OKAY sign.

36 INT - DOPPELGANGER LAB - DAY

36

Minion walks up the hallway to the dungeon cell. He has two shadowy figures with him.

MINION

As promised. We've brought you your children, Cortez. You can spend a few minutes with them, But then you must fulfill your end of the bargain.

Minion opens the door. Mom and Dad hold hands. There's something odd about this.

MINION

I have to say, they're not as keen on seeing you.

The two shadowy figures emerge slowly into the light.

DAD

Carmen? Juni? What's wrong?

The children turn their faces away.

CARMEN

We're mad at you for leaving us like you did. Helpless. Alone.

Mom and Dad are taken aback.

DAD

Felix... what about...

CARMEN

Felix was useless. They captured him immediately. It was only Juni and I.

Dad is stung. He looks up at the solemn Minion, who dangles the watch.

MINION

The Third Brain awaits you, Cortez.

Dad's in a guilty daze. He walks past the children, reaches out to apologize but can't mouth the words. Distraught, he exchanges a look with Mom and leaves. He can't see that the robot's eyes pulse electric above sneering smiles.

### INT UNDERWATER CAVE

The children are inside and UNDERWATER CAVE beneath the castle. Carmen is working the one old entrance door with a slow manual rigging from Machete's grab bag. It searches for a code to break.

CARMEN

Almost there, wait a second.

The DOORS open, splitting into halves lined with steel teeth, like that of a shark.

Carmen and Juni slip through. The door shuts.

CARMEN

Move fast.

They remove their tanks and swim to the landing above. A SENTRY GUARD patrols the area down the hall.

### INSIDE CONTROL

SHAPE

We have an open and closed door at the South Cave. Check it out, Sentry.

The Sentry walks to the cave's landing area. He's a human.

SENTRY

Checking out the south cave door.  
Everything looks good from here. Checking the surrounding area.

Sentry looks around the corner. Juni and Carmen are clinging to the OTHER side. Carmen pulls out a GUMBALL and chews it.

SENTRY

Nothing seems to be here, you're saying  
the door just opened? If that were the  
case, any intruders would be right...

He SEES THEM. Carmen SPITS the chewed GUMBALL and it sticks  
to his neck. He reacts slowly, then ZAP! It shocks him with  
an electric pulse. He hits the ground.

CONTROL ROOM

What was that, Sentry? I didn't catch  
that last part.

Juni speaks into the mic.

JUNI

(in perfect mimicry)  
I repeat, if that were the case, any  
intruders would be right here, and  
there's none. None whatsoever. I mean I'm  
looking around and there's nada.

Carmen motions for him to cut it out.

CONTROL ROOM

We're sending reinforcements.

Carmen reacts.

JUNI

Great, send them down! I'll be waiting!

Carmen tears the mic away and dumps it in the water. They  
each grab a leg and stuff the Sentry in a side wall crevice.

JUNI

What did you do to him?

CARMEN

(reading wrapper)  
Electro Shock gumballs. It says long  
lasting, but I don't trust wrappers.  
Let's go.

The children pass the first signed door. The sign reads:

CARMEN

Virtual Room.

JUNI

What's that?

- CARMEN

A green room where all the digital sets and backgrounds are created for Floop's TV show.

JUNI

Perfect place to hide.

He reaches for the knob. She stops him.

CARMEN

Perfect place to get lost in. This way.

They head down a long hallway, then duck out of the way as several FINGERMEN reinforcements approach.

38 INT - CONTROL ROOM - DAY

38

Minion motions for Dad to sit in the THINKER THRONE. Minion places the watch in front of him.

MINION

Before we can even discuss the terms of your release, I expect you to give me full access to the Third Brain. Hooked into these quadrants of the castle.

The different labs are shown on some of the monitors. Whizzing graphics and charts fill the others.

DAD

Where is Floop?

MINION

In a dream state. There's been a new arrangement.

Dad's impressed.

DAD

Betrayed the old boss? Well, I never liked him much, anyway.

MINION

It is YOU who has been betrayed.

Dad eyes Minion. The image of LISP appears on the main monitor, sitting in a helicopter. Cortez reacts.

CORTEZ

Devlin... Lisp. So this is why it was so important that I be sent on this mission.

LISP

Your extended absence has left you in the dark over certain changes that are occurring. Once I have taken my revenge on the entire organization, of which you are still a major part of, I will be stepping down from my seat as director of the OSS. I'll elaborate when I see you face to face. See you in a few.

Minion clicks the monitor off.

MINION

Everything falls into place. Proceed.

Dad hits some buttons and the giant image of a PULSING BRAIN fills the screen. Minion is impressed. Dad hits another button on the watch. The screen reads VERIFYING.

MINION

What is that?! What did you just do?!

DAD

It's verifying that I am the proper user. No one else is authorized.

Minion relaxes a bit.

MINION

Right. Well... I want to be authorized as well so fix it.

DAD

Tell me again why I should do this?

MINION

Two reasons. Three if you count your wife.

Dad hits a few more buttons. It reads: TARGETED. CLOSING.

MINION

(steps in close)

Now what is that? What are you doing?! Remember I have your children!

Cortez hits another button. The screen says: READY.

DAD

Those THINGS... in my cell...

He hits another button and it reads SET. Minion grabs Dad's wrist before he can hit the button again.

DAD  
...Are not my children.

Cortez simply uses his other hand. A countdown begins for 29 minutes and 59 seconds.

Cortez stands slowly, twisting Minion's arm around until he's the one in control.

DAD  
Heartless. Cruel. Disrespectful. They  
wouldn't even look me in the eye.

MINION  
So what?

Dad flings Minion into the computer.

DAD  
(stern smile)  
I didn't raise my children like that.

Dad kicks the door open. Dad steps over the Fingerman and into the HALL, where 30 more FINGERMEN are waiting, with a tight formation around MOM. Minion staggers out.

MINION  
Take them to the Transmogrification Room!

39 INT - VENTILATOR TUBE - DAY

39

Juni and Carmen are under an overhead ventilator grate. Carmen has roped herself up to the grate. Juni down below.

JUNI  
What are you doing?

CARMEN  
Trying to cut through these bars. But all  
I got is bubble gum and... crayons.

JUNI  
Try the crayons.

She draws on the bar. It sizzles. She removes the bar. She drops it and he catches it. Juni looks around nervously.

JUNI  
Hurry it up.

CARMEN  
You should talk, molasses. I'm doing it right.

- JUNI

# CARMEN

## JUNI

**CARMEN**

She's made her way into the ventilator tube. She drops a line for him.

## CARMEN

# JUNI

She pulls him up.

# CARMEN

## JUNI

# CARMEN

## JUNI

## Beat.

# JUNI

## CARMEN

## JUNI

# CARMEN

Juni continues climbing. Enjoying the upper hand.



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JUNI

Cause she also told me never to swear.  
So now we're even.

He reaches the top and holds out his hand. Carmen drops him.  
He falls all the way down, landing hard on his butt.

CARMEN

You're on your own. How's that for even?

She drops the rope and continues through the ventilator.

JUNI

Hey wait! I warned you!

He hears a noise coming up the hall. He whispers loudly.

JUNI

Come back! Don't be so sensitive!

#### VENTILATOR SHAFT

Carmen hears him calling from down below. She wipes her eyes  
and continues on alone.

#### HALLWAY

Juni glances around. Realizing he's been ditched, he hugs the  
wall and walks along it nervously. He looks up each hallway.  
All are menacing. All lead nowhere.

JUNI

(to himself)

I don't know where I'm going.

He looks down at his hands. MORE WARTS ARE SPROUTING. He  
covers them with his sleeves, then sees shadows of the  
FINGERMEN down the hall, standing groggily as they wake from  
their electro shock slumber.

Beside him is the door to the Virtual ROOM. The Fingermen come  
RUNNING AROUND THE CORNER. He has no choice but to ENTER.

40 INT - THE VIRTUAL ROOM - DAY

40

Juni rushes in and slams the door. He turns around.

JUNI

Oh great.

It's as if someone has turned the switch on this place all  
the way up. It's INSANE. Juni turns to go back out the door

but it's been replaced by an oilfall. Juni reluctantly continues into the room, walking along a SKIN LIKE SURFACE.

JUNI

Just an illusion. Nothing you see is real.

Suddenly the ground beneath his feet splits open, revealing TEETH. Startled, Juni leaps up to the nose. It's eyes OPEN. We realize he is walking along the face of FLOOP.

FLOOP

Welcome to my World.

Juni looks up and sees that he is now standing on a landscape of clouds. A large DIGIT rises in front of him.

FLOOP FINGER

You there. What's that on your hands?

Juni hides his hands.

JUNI

Nothing.

A SECOND Floop faced finger protrudes up beside it.

FLOOP FINGER 2

Warts, aren't they?

Juni gives him a look - How did you know? A THIRD Finger rises.

FLOOP FINGER 3

I have them, too! But I found that if you give them an identity, a personality:

A fourth Finger rises and says:

FLOOP FINGER 4

Malice, Fear, Anger, Temptation,  
Conscience... You can understand them.

The last finger on Floop's Giant hand emerges saying:

FLOOP FINGER 5

Maybe even control them. The only  
drawback is that once that happens-

The hand pulls out of the cloud completely, attached to Floop's giant arm. A 200 foot version of Floop himself now stands behind it.

FLOOP

They take on minds of their own.

JUNI

I thought MR FLOOP was a genius. Someone creative and artistic. You're just MEAN and GREEDY.

FLOOP

You did?

JUNI

But you've programmed destructive robot kids, kidnapped my parents, and now plan on turning them into horrible creatures. You STINK.

Floop's face shows his own confusion.

FLOOP

I don't want any of that.

41 CARMEN DISCOVERS ROBOT

41

Carmen is walking through the Ventilation system. She comes upon a crossroads. Looks one way, then the other.

Juni is standing there. It startles her.

CARMEN

How did you get up here?

Tosses her the rope.

JUNI

I climbed up.

CARMEN

Well go away. I'm still mad at you.

JUNI

I know. And I'm sorry.

Beat.

CARMEN

You are?

JUNI

Yes. Follow me. I found Mom and Dad.

Carmen starts to follow him.

CARMEN

Where are they?

JUNI

Close by.

Carmen reaches into her pocket.

CARMEN

Well here. You better take your gum. It's time.

Juni turns to her. Confused. She holds a gumball out.

CARMEN

Your gum. You know? Every two hours? For your blood sugar level? Hello...

JUNI

Of course.

He takes the gum and chews it. They continue on. He feels something strange. Then... ZAP! The gum shocks him. He shorts out and falls on his butt. Carmen leans over him.

CARMEN

Robots shouldn't eat electro gumballs. It makes them short circuit.

She holds out her hand and he spits the gum out.

CARMEN

Can't move your legs, huh?

Juni Robot shakes his head.

CARMEN

Sorry. But I can't have you following me.

She sprays him with SILLY STRING. It bonds instantly.

JUNI ROBOT

What gave me away?

CARMEN

You said you were sorry. My brother wouldn't say that. See ya.

She continues on alone.

JUNI ROBOT

Most definitely.

42 TRANSMOGRIFICATION ROOM

42

MOM and Dad are being strapped onto separate operating tables, which are larger lay down versions of the contraption Felix was in.

MOM

I guess I'm to blame for this situation.

DAD

How's that?

MOM

I wanted us to go on a mission in hopes it would bring us closer together.

They hold hands.

DAD

Well, we can't get any closer than this.

MOM

We're just on two different paths. I want to return to a life of adventure.

DAD

Which considering our current situation, I can't understand why.

MOM

While you'd rather be with our family. Will ever the two meet?

DAD

I don't see how.

Switches are turned on. The ROOM begins to vibrate and spark. A Fingerman pulls their hands apart. It's beginning.

43 ROBOT DISCOVERS ROBOT

43

Carmen robot discovers Juni Robot. She breaks the Silly String binding from him and helps him up. He has his arm over her shoulder. She carries him. She looks like she's on a mission to find who did this to her robot brother.

45 BACK TO VIRTUAL ROOM

45

Floop lies on a psychiatrist's couch made of clouds. Floop has been baring his soul to Juni. He's still a giant, sitting next to the tiny Juni.

JUNI

So Minion is the evil one.

FLOOP

Yes, but I will be blamed. You have every right to be disappointed in me. I am.

Juni pulls out an Electro Gumball and considers it.

JUNI

What would you do if you could shut this thing off and get out of here?

FLOOP

Impossible. It can only be turned off from the outside.

Juni tosses the gumball in his mouth and chews.

JUNI

Just suppose.

FLOOP

I'd stop Minion. Stop the robot army. Stop the transmogrifications. And reclaim what little soul I have left.

JUNI

You're my hero, Floop. So I'm gonna help you. And then you're gonna help me.

Another gumball. Juni is chewing hard. Trying to keep the gum in his mouth.

JUNI

Minion must be stopped. And I need my family back.

Another Gumball.

FLOOP

What are you doing?

Juni opens his tired jaws and a huge wet glob of chewed bubble gum drops into his hand. It begins to spark.

JUNI

Hold still.

He FLINGS it at FLOOP. It hits him square between the eyes. A static BURST flickers the image on and off wildly before the entire room shuts down. We see that the room is a circular grid made up of green and blue panels. A virtual room.

FLOOP is lying on the floor in front of him. Small. Ordinary.  
He leaps to his feet.

FLOOP  
Thank you.

JUNI  
You've got work to do.

46 KIDS QUIZ EACH OTHER

46

Floop exits hastily. Mumbling to himself. He races down the  
hall towards his control room.

FLOOP  
Must be stopped. Must be stopped.

Juni spins around to go the other way and finds himself  
facing CARMEN. Or at least he thinks it's Carmen.

CARMEN  
Friend or foe?

JUNI  
Both. I'm your brother.

CARMEN  
Prove it.

Juni pulls out a pack of freeze dry.

JUNI  
Blueberry cupcake. Your favorite.

CARMEN  
So what.

He sticks a mini flare in it and flicks it on.

JUNI  
Happy Birthday.

She blows out the flare.

JUNI  
Old fart.

CARMEN  
Okay, you're my brother. Let's go save  
Mom and Dad.

JUNI  
This way.

CARMEN

You sure?

JUNI

Trust me.

She does. They run down the hall.

47 TRANSFORMATION LAB

47

Minion steps into the highly charged room. He's wearing thin anti-electric gloves. Mom and Dad's helmets are heated up.

MINION

I know this seems like one of those I win/you lose sort of situations. But look...

Minion turns their altered clay sculpture faces for them to see. They are imaginatively appealing in a bizarre, early morning PBS sort of way.

MINION

Your new secret identities. Floop thought you'd be his most popular toys. He could see you in theme parks, lunch boxes, digital games. Mass entertainments!

Minion picks up the sculptures.

MINION

You should be so lucky.

Minion distorts them even more. Twisting the clay into HIDEOUS CREATURES. He then connects them to the wires that are attached to the domes over the parents heads. He clicks a few switches on the machine. It screams to life.

FLOOP'S VOICE

MINION!

Minion spins around at the sound of the booming voice.

MINION

Floop?

FLOOP'S VOICE

Yes, Floop, who do you think it is?

MINION

Where are you?



Minion spins around again. There is JUNI, standing with his arms crossed.

JUNI  
(in Floop's voice)  
Right here.

Minion is staring at the child, trying to piece it together. Behind him we see Carmen dropping from the ceiling onto Dad.

MINION  
What do you think you're doing? You're supposed to be in the lab, awaiting programming.

Carmen cuts through Dad's binds with the crayon.

JUNI  
(imitating Minion)  
You're supposed to be in the lab awaiting programming.

MINION  
Stop that. Stop that this instant!

JUNI  
Stop that. Stop that this instant!

MINION  
Stop that... right now.

JUNI  
Or what.

A perfect imitation of DAD. Minion finally gets it. He spins around, and Dad is standing there in his face.

MINION  
Oh.

We haven't seen Dad look this threatening.

MINION  
Clever boy you've got there, Cortez. Very clever indeed.

DAD  
He gets that from his mother.

Mom steps up. None too pleased, either.

MINION

Can I offer some sort of truce? In  
exchange for your daughter perhaps?

Carmen appears next to them.

CARMEN

Spoken for.

MINION

Oh, there you are. Didn't see you.

Whack! Minion is strapped on the table. Dad starts the  
machine back up.

DAD

I'm going to show you what happens when  
you cross the line and involve family.

Mom places the helmet on Minion's head.

DAD

No, sweetheart, put both helmets on.

Dad takes the two clay faces and smashes them together,  
making an indescribable THING. Mom straps the double helmets  
on Minion's head.

MINION

You can't possibly...

DAD

No. I can't.

Dad clicks the button on the controller, HOLDING it down.

DAD

But YOU can.

Dad shoves the controller in Minion's hand and presses his  
thumb over the button.

DAD

Don't let go.

Dad heads for the door, it won't open.

JUNI

This way.

Juni has drawn an OUTLINE of the FAMILY on the WALL with his  
CRAYON. He taps it and it falls over, leaving a FAMILY SIZED  
HOLE in the wall. They hold hands, look at each other.

MOM  
Happy Birthday?

CARMEN  
You bet.

They walk through the wall together and are gone.

We pan back over to Minion. He looks at the grotesque clay sculpture he will become and smiles mischievously.

MINION  
Fools.

Close on his hand as he RELEASES THE BUTTON. We hear the machines kick into overdrive.

48 INT - HALLWAY - DAY

48

First Mom and Dad step out from around a corner - In tandem, crouched in Judo positions. Then the children step out. Same pose. They all walk stealth like down the hall.

DAD  
I knew you two would come for us.  
Mom smiles.

MOM  
Oh, yeah, we were expecting this.

DAD  
Where's Felix?

CARMEN  
He was captured before getting us to the safehouse.

They stop in the corner of a hidden hallway.

DAD  
Then how did you get here?

JUNI  
Flew an RX in. The Beijing Express.  
(excited, like a little kid)  
Whoosh. On manual, Dad. But we had to destroy it in order to land.

Dad is totally confused.

49 TRANSFORMATION ROOM

49

Minion begins to TRANSFORM. Grotesquely misshapen, he is able to BURST FROM HIS BONDS from his sheer size. He stumbles out of the room. We don't see his face.

50 INT - CONTROL ROOM - DAY

50

The family bursts into the control room, and find FLOOP manning the deck. The children's Doppelgangers stand nearby.

DAD

Children. Wait outside.

Dad moves in on Floop. Juni steps between them.

JUNI

No, Dad! He wants to help. He made me a promise. Minion's been doing the bad things. Not Floop.

DAD

Oh really.

FLOOP

Well... Mostly Minion. But the boy is right. I want to help. I... have to help.

DAD

We'll see.

Floop backs off. The countdown onscreen ends.

MOM

What is it?

DAD

I sent a distress signal. It's been answered.

MOM

By who?

DAD

The Third Brain. And he's coming through that door any moment.

Carmen and Juni lean in to the onscreen map of the castle. A beeping dot representing the BRAIN is onscreen, nearing them.

FLOOP

The Third Brain is here?

CARMEN  
Felix! Felix is the Third Brain!

They all turn to the door.

DAD  
Not Felix.

The door shatters, and who staggers in? None other than GRADENKO, looking tired and very beat up.

CARMEN  
Ms. Gradenko?

Gradenko aims the SPINNING GADGET from earlier. Not so harmless after all. BUT SUDDENLY, ARGONAUT leaps into the room and flips Gradenko into the wall. Out COLD.

CARMEN  
Argonaut?

DAD  
Come here, big guy. I need you to access the mainframe and shut it down. It's locked somewhere inside.

ARGONAUT  
Piece of cake, boss.

The children approach Argonaut slowly. Just when they thought they'd seen it all, here's their dog working the keyboard.

FLOOP  
Minion has triggered the emergency defense system. We have to shut it down, or the entire castle will be laid waste.

DAD  
I can't do anything about that.

ARGONAUT  
Achoo!

DAD  
Gesundheit.

FLOOP  
But... The Third Brain...

DAD  
...Is not fully functional. It has a limiting virus. The cure, the answer, comes from me. And I don't have it yet.  
(MORE)

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DAD (cont'd)  
(to Argonaut)  
Find anything?

ARGONAUT  
This may not be enough, but the remote  
security lock has been compromised.  
Someone needs to go up there and disarm  
it. Who wants to be a hero?

Mom heads out with a terminal patch and communicator.

MOM  
Back in a jiffy.

ARGONAUT  
Thanks, Serepic.

Mom stops at the door and turns back to them. Dad looks up at  
her. The room freezes.

MOM  
That's INGRID to you, Argonaut. Just  
plain Ingrid. (to the kids) Or Mom.

DAD  
Wait. I have it. I have the answer.  
Thanks, Argonaut.

Mom's heart is pounding.

DAD  
Connect B-line to A-line, making B more  
like A and vice versa.

ARGONAUT  
Switch them?

DAD  
Not a switch.

He looks at his wife.

DAD  
A compromise.

Mom smiles. She heads out.

Juni is still piecing together the Argonaut mystery.

JUNI  
He's the Third Brain?

ARGONAUT

It's a chip your father added to my brain slot in conjunction with my own robotic AI unit. Then he then sent me to the safehouse for safekeeping.

Dad puts his hand on Juni's shoulder.

DAD

I told you he ran away. I lied.

JUNI

Don't sweat it.

Juni looks at Argo differently. Argo's just earned cool points.

51 EXT - CASTLE - DAY

51

MOM is on the outer roof of the control room, overlooking the cliffs. She notices a helicopter and a procession of BAD GUYS entering the castle. A large knuckled hand grabs her shoulder. Mom kicks the spit out of her assailant, sending him out into the ocean. Mom speaks into her communicator.

MOM

Intruder alert.

INT - CONTROL ROOM

Dad punches up the displays for front cameras. We see MR. LISP and company trying to break down the castle door.

DAD

Someone's opened the localized lock on the main entrance. They're getting in.

FLOOP

Minion.

INT - GRAND ROOM

The huge front door is opened from the inside by giant, warped hands. Lisp enters and double takes at the sight.

MINION

You're just in time, sir.

LISP

Minion? What happened to your head?

The camera pans around, revealing the transformed Minion for the first time.

MINION  
(speaking out of 4 mouths)  
Don't worry, I think it's reversible.

CONTROL ROOM

Floop looks like he's washing his hands with invisible soap.

FLOOP  
Lisp and his Goons. They'll destroy us  
all. We have to stop him.

DAD  
We're outmanned. Devlin's got an army.

Carmen steps up.

CARMEN  
So do we. Five hundred strong.

Floop understands her angle. He punches up remote cameras to  
the ROBOT LAB on the monitors. We SEE the army awaiting  
programming.

FLOOP  
Lisp wants my Spy Kid army.

CARMEN  
So we'll let him have it.

Carmen punches in the intercom, and hands the mic to Floop.

DAD  
Argonaut.

ARGONAUT  
Got it.

Argonaut works the keys furiously.

DAD  
Speak to them, the Third Brain will  
translate it to code.

FLOOP  
Children...

LABORATORY

Hundreds of children standing in silent storage suddenly snap  
their electric eyes open.



FLOOP

...I'd like for you to show Mr. Lisp your warmest hospitality.

The CHILDREN break their bonds and flood out the laboratory.

We see Lisp and Minion listening to the building roar coming from deep inside the castle. They look worried.

FLOOP

...then give them a nice little tour of the castle, starting them off at the shark caves, and ending with a visit to the Virtual Room.

Lisp eyes the door he faced X5425 at. It explodes as hundreds of X5's and Y6's pour out like screaming banshees.

52 INT - CONTROL ROOM - DAY

52

They all watch the display on the monitor as the kids corral Lisp and his Goons.

FLOOP

Daddy's little angels.

DAD

Created to destroy.

CARMEN

They don't have to. With the Third Brain, Floop can teach them something new. Something good. He did it for them.

The Doppelgangers are peaceful. Pleasant.

DAD

Then what?

CARMEN

He sends them out into the world.

Carmen puts out her hand. Floop shakes it.

Gradenko, playing possum... grabs the weird gadget and STANDS behind the children, near an exit window.

Argonaut's HEAD spins around towards GRADENKO with a fierce growl. Carmen dives for JUNI and takes him to the ground. Dad looks up as GRADENKO aims the GADGET towards DAD.

Mom BURSTS in the room, Gradenko now aims the Gadget at HER.

Suddenly, SOMEONE COMES CRASHING THROUGH THE WINDOW, taking GRADENKO TO THE GROUND as she FIRES, BLASTING the MONITOR to BITS. We see the FIGURE rise. It's MACHETE. He SMASHES the gadget. He looks up and sees FLOOP, whose eyes BUG.

MACHETE

FEGAN FLOOP. My old enemy.

He grabs Floop by the collar as Floop flails.

JUNI

No wait!

CARMEN

He's a good guy now!

Machete releases Floop.

MACHETE

Oh. Sorry. You kids alright?

The kids nod. They turn to their Dad.

MACHETE

Heard you were in trouble again, bro.  
Thought I'd check out the real story.

Carmen and Juni are held in suspense. Dad and Machete just look at each other. Dad stands. An uneasy face-off.

Dad eyes his children. Dad walks over to Machete, sizes him up. They shake hands. Still standing their ground. Even Floop is fascinated. The Brothers hug.

JUNI

Keeping with this mood... you know that  
stuff I said back there? The diaper...  
thing.

Carmen gives him a sideways look.

JUNI

I'm sorry.

Carmen smiles.

### VIRTUAL ROOM

Minion, Lisp and friends are screaming bubbles in a fishbowl in the virtual room. They are surrounded by virtual sharks.

53 INT - LABORATORY - DAY

53

We see a blinding green light coming from what looks like a giant LAVA LAMP. The mutated agents walk in one end, and step out the other side converted back to their old selves. (save for a few weird color patches here and there). DONNAMIGHT steps in, and DONNAGON steps out. Another creature goes in, and exits as non other than FELIX!

54 EXT - CASTLE - DAY

54

The sun sets over the castle as ROBOTIC CHILDREN take flight from the castle on Buddy PACKS. Each soaring off in a different direction, to a different part of the world. The Cortez's stand out front watching the spectacle with Floop.

We see MACHETE and other AGENTS walking out their procession of prisoners : LISP and his GOONS whose hands are on their heads as they climb into a BLACK PROP TRUCK. The freakish big headed MINION joins them. Juni plays with Argonaut. Best buds, once again. Argo flips Juni.

MOM

What are you smiling about?

DAD

I figured something out when I was locked up in there. I know what he was thinking during his final days.

MOM

Your father?

DAD

He was thinking about his family, and how he'd give anything in the world to get them back. He was thinking about me.

Machete walks up from the Cargo Truck.

MACHETE

They're gonna need a new Director over at the OSS. It's crazy, but they want you.

DAD

No.

MACHETE

Maybe you're right. It would mean you couldn't coast by on your looks anymore.

DAD

I'll think about it.

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MACHETE

See you Sunday.

Dad smiles.

CARMEN

Do you know what your show needs?

FLOOP

(genuinely interested)

Please tell me.

CARMEN

Children. You've got aliens, colorful creatures, Fingermen. But there's nothing for your audience to relate to. Why not put in a couple of kids?

FLOOP

You want to be on my show?

CARMEN

Well, not us. Maybe the next best thing?

Their two Doppelgangers step up beside Floop and hold his hands. Their eyes flash a calming electric.

FLOOP

Now why didn't I think of that?

Floop gazes at the sight of his other robot children flying from the castle like birds from a nest.

55 INT - CORTEZ HOME - NIGHT

55

Carmen sits in the bedroom window of their home. The TV plays behind her with news footage of X5 saving firefighters from a burning building, Y6 saving people from a flood.

NEWSCASTER

Eight more incidents witnessed today, all in different countries of yet another group of children that have done some incredible good deeds. It seems a day doesn't go by that another amazing child...

Juni removes his bandages. No warts. He smiles at his reflection in the mirror. He's tall enough to see it.

Mom and Dad enter. They sit the children down.

DAD

Your mother and I have decided that our family staying together is the most important thing in our lives. So we want to promise that we'll never leave you like we did, ever again.

CARMEN AND JUNI

Thank you.

MOM

Next time they call us for some, crazy dangerous mission that would take us away from our beloved children...

CARMEN

You'll say no...

MOM

No. We'll say yes.

DAD

And take you with us.

MOM

You're the best field agents we've ever had the pleasure of working with.

The kids slowly face each other, then the camera.

MOM

We'll work great together...

DAD

...And we'll be together.

Argonaut steps up and puts his paws on their shoulders.

ARGONAUT

One big, happy family...

FADE OUT